

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

-----X	
In re	:
	:
SEARS HOLDINGS CORPORATION, <i>et al.</i> ,	:
	:
	:
Debtors. <sup>1</sup>	:
-----X	

**Chapter 11**  
**Case No. 18-23538 (RDD)**  
**(Jointly Administered)**

**AFFIDAVIT OF SERVICE**

I, Joudeleen C. Frans, depose and say that I am employed by Prime Clerk LLC (“*Prime Clerk*”), the claims and noticing agent for the Debtors in the above-captioned chapter 11 cases.


On February 6, 2019, at my direction and under my supervision, employees of Prime Clerk caused the following document to be served via Email on (1) the Master Service List attached hereto as **Exhibit A**; and (2) the Counterparties Service List attached hereto as **Exhibit B**:

- Third Revised Proposed Order (I) Approving the Asset Purchase Agreement Among Sellers and Buyer (II) Authorizing the Sale of Certain of the Debtors Assets Free and Clear of Liens, Claims, Interests and Encumbrances, (III) Authorizing the Assumption and Assignment of Certain Executory Contracts and Unexpired Leases in Connection Therewith and (IV) Granting Related Relief [Docket No. 2430]

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<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are as follows: Sears Holdings Corporation (0798); Kmart Holding Corporation (3116); Kmart Operations LLC (6546); Sears Operations LLC (4331); Sears, Roebuck and Co. (0680); ServiceLive Inc. (6774); SHC Licensed Business LLC (3718); A&E Factory Service, LLC (6695); A&E Home Delivery, LLC (0205); A&E Lawn & Garden, LLC (5028); A&E Signature Service, LLC (0204); FBA Holdings Inc. (6537); Innovel Solutions, Inc. (7180); Kmart Corporation (9500); MaxServ, Inc. (7626); Private Brands, Ltd. (4022); Sears Development Co. (6028); Sears Holdings Management Corporation (2148); Sears Home & Business Franchises, Inc. (6742); Sears Home Improvement Products, Inc. (8591); Sears Insurance Services, L.L.C. (7182); Sears Procurement Services, Inc. (2859); Sears Protection Company (1250); Sears Protection Company (PR) Inc. (4861); Sears Roebuck Acceptance Corp. (0535); Sears, Roebuck de Puerto Rico, Inc. (3626); SYW Relay LLC (1870); Wally Labs LLC (None); SHC Promotions LLC (9626); Big Beaver of Florida Development, LLC (None); California Builder Appliances, Inc. (6327); Florida Builder Appliances, Inc. (9133); KBL Holding Inc. (1295); KLC, Inc. (0839); Kmart of Michigan, Inc. (1696); Kmart of Washington LLC (8898); Kmart Stores of Illinois LLC (8897); Kmart Stores of Texas LLC (8915); MyGofer LLC (5531); Sears Brands Business Unit Corporation (4658); Sears Holdings Publishing Company, LLC. (5554); Sears Protection Company (Florida), L.L.C. (4239); SHC Desert Springs, LLC (None); SOE, Inc. (9616); StarWest, LLC (5379); STI Merchandising, Inc. (0188); Troy Coolidge No. 13, LLC (None); BlueLight.com, Inc. (7034); Sears Brands, L.L.C. (4664); Sears Buying Services, Inc. (6533); Kmart.com LLC (9022); Sears Brands Management Corporation (5365); and SRe Holding Corporation (4816). The location of the Debtors’ corporate headquarters is 3333 Beverly Road, Hoffman Estates, Illinois 60179.

Dated: February 11, 2019

  
Joudeleen C. Frans

State of New York  
County of New York

Subscribed and sworn to (or affirmed) before me on February 11, 2019, by Joudeleen C. Frans,  
proved to me on the basis of satisfactory evidence to be the person who appeared before me.

Signature: 

**ROBERT J. RUBEL JR.**  
**NOTARY PUBLIC OF NEW JERSEY**  
**Comm. # 50070782**  
**My Commission Expires 10/25/2022**

**Exhibit A**

## Exhibit A

Master Service List

Served via Email

DESCRIPTION	NAME	EMAIL
Counsel to State of Michigan, Department of Treasury	AG and Assistant AG for the State of Michigan, Dept. of Treasury	harrisj12@michigan.gov
Proposed Counsel to Official Committee of Unsecured Creditors of Sears Holdings Corporation, et al.	Akin Gump Strauss Hauer & Feld LLP	idizengoff@akingump.com pdublin@akingump.com aqureshi@akingump.com sbrauner@akingump.com
Attorneys for Aldine Independent School District	Aldine Independent School District	bnkatty@aldineisd.org
As Agent Bayview Loan Servicing, LLC, the Bank of New York Mellon FKA the Bank of New York	Aldridge Pite, LLP	jarnold@aldridgepite.com
Counsel to Twentieth Century Fox Home Entertainment LLC	Alston & Bird LLP	James.Vincequerra@alston.com
Counsel to Twentieth Century Fox Home Entertainment LLC	Alston & Bird LLP	leib.lerner@alston.com
Counsel to Sayville Menlo, LLC	Ansell Grimm & Aaron, P.C.	ajd@ansellgrimm.com
Counsel to the Local Texas Tax Authorities	Ansell Grimm & Aaron, P.C.	ajd@ansellgrimm.com
Counsel to Community Unit School District 300	Archer & Greiner, P.C.	akadish@archerlaw.com lschildkraut@archerlaw.com

DESCRIPTION	NAME	EMAIL
Counsel to Rare Hospitality Management, LLC, Rare Hospitality International, Inc., Cheddars Casual Café, Inc., and Darden Restaurants, Inc.	Arent Fox LLP	andrew.silfen@arentfox.com beth.brownstein@arentfox.com
Counsel for AT&T and Turner Broadcasting Sales, Inc.	Arnold & Porter Kaye Scholer LLP	brian.lohan@arnoldporter.com ginger.clements@arnoldporter.com
Counsel to Shinn Fu Company of America, Inc.	Ashford – Schael LLC	CSchael@AshfordNJLaw.com
Counsel to City Choice Limited	ASK LLP	eneiger@askllp.com jchristian@askllp.com
Counsel for AT&T and Turner Broadcasting Sales, Inc.	AT&T Services Legal Department	Jg5786@att.com
Interested Party	Austin Enterprises, LP.	mcuellar45@austinenterpriseslp.com
Counsel to American Greetings Corporation	Baker & Hostetler LLP	egoodman@bakerlaw.com
Counsel to American Greetings Corporation	Baker & Hostetler LLP	fkhan@bakerlaw.com

DESCRIPTION	NAME	EMAIL
Counsel to Brixmor Property Group, Inc. and Federal Realty Investment Trust	Ballard Spahr LLP	pollack@ballardspahr.com
Counsel to The Macerich Company, Starwood Retail Partners, LLC, Acadia Realty Limited Partnership, C.E. John Company, Inc., Centennial Real Estate Co., CenterCal Properties, LLC, GS Pacific ER, LLC, PGIM Real Estate, Vintage Real Estate, LLC, WBCMT 2007-C33 Independence Center, LLC, and White Plains Galleria Limited Partnership	Ballard Spahr LLP	branchd@ballardspahr.com
Counsel to Federal Realty Investment Trust, Acadia Realty Limited Partnership, PGIM Real Estate, Pacific Retail Group, WBCMT 2007-C33 Independence Center LLC, Starwood Retail Partners LLC, Kravco Company, Brixmor Property Group, Inc., Centennial Real Estate Co., CenterCal Properties, LLC, C. E. Johns Company, Inc., GEM Realty Capital, Inc., GS Pacific ER, LLC, The Macerich Company, Vintage Real Estate, LLC, and White Plains Galleria Limited Partnership	Ballard Spahr LLP	heilmanl@ballardspahr.com summersm@ballardspahr.com
Counsel to C.J. Segerstrom & Sons, S-Tract LLC and FBA Holdings, Inc.	Ballard Spahr LLP	harnerp@ballardspahr.com kutnera@ballardspahr.com
Counsel to Aviation Mall NewCo, LLC, Holyoke Mall Company, L.P., JPMG Manassas Mall Owner LLC, Poughkeepsie Galleria LLC, Salmon Run Shopping Center, L.L.C., S&R Company of West Seneca NewCo, LLC, Washington Commons NewCo LLC, and DGI LS, LLC, Light 125 James West LLC, Shilington Plaza LLC	Barclay Damon LLP	knewman@barclaydamon.com
Counsel to Urschel Development Corporation	Barnes & Thornburg LLP	mowens@btlaw.com
Counsel to Retail Opportunity Investments Corp.	Bayard, P.A.	emiller@bayardlaw.com
Counsel to BICO Associates GP	Beard & Savory, PLLC	russ@bsavory.com

DESCRIPTION	NAME	EMAIL
Counsel to M&G Jewelers, Inc.	Bell Nunnally & Martin LLP	rmills@bellnunnally.com klove@bellnunnally.com
Counsel to PREP Hanover Real Estate LLC	Benesch, Friedlander, Coplan & Aronoff LLP	mbarrie@beneschlaw.com kcapuzzi@beneschlaw.com
Counsel to MIDAMCO, an Ohio Limited Partnership	Benesch, Friedlander, Coplan & Aronoff LLP	wschonberg@beneschlaw.com
Counsel to Brixton Provo Mall, LLC	Bewley, Lassleben & Miller, LLP	Ernie.park@bewleylaw.com
Counsel to salesforce.com, Inc., Oath (Americas) Inc.	Bialson, Bergen & Schwab	Tgaa@bbslaw.com
Counsel to Wilshire Investments, LLC (formerly known as Wilshire Business Center, a California General Partnership)	Binder & Malter LLP	michael@binderhalter.com julie@binderhalter.com
Counsel to Kin Properties, Inc.; Aleff LLC; Arcolo Limited Partnership; Cansan Company, LLC; Fairsan Company LLC; Floreff LLC; Fundamentals Co LLC; Greenmich LLC; Hareff LLC; Hillsborough Associates; Jeffrey Sandelman, Alison Schreier and Tracey Brewer, Successor Co-Trustees of the Pasan Trust; Mantkin LLC; Musue LLC; Nathan Alison LLC; Sugencole LLC; Sugengran LLC; Sugengran LLC; and Sugensteve LLC	Blank Rome LLP	JRhodes@BlankRome.com

DESCRIPTION	NAME	EMAIL
Counsel to Hansae Co. Ltd., Kin Properties, Inc.; Aleff LLC; Arcolo Limited Partnership; Cansan Company, LLC; Fairsan Company LLC; Floreff LLC; Fundamentals Co LLC; Greenmich LLC; Hareff LLC; Hillsborough Associates; Jeffrey Sandelman, Alison Schreier and Tracey Brewer, Successor Co-Trustees of the Pasan Trust; Mantkin LLC; Musue LLC; Nathan Alison LLC; Sugencole LLC; Sugengran LLC; Sugengran LLC; and Sugensteve LLC	Blank Rome LLP	Tarr@BlankRome.com EZucker@BlankRome.com
Counsel to Sub-Zero Group, Inc., Sub-Zero Group West Inc., Sub-Zero Group Southwest LLC, Sub-Zero Group Southeast, Inc., Kenney Manufacturing Company	Borges & Associates, LLC	bankruptcy@borgeslawllc.com wborges@borgeslawllc.com schin@borgeslawllc.com
Counsel to iStar Jewelry LLC	Brach Eichler LLC	arainone@bracheichler.com
Counsel to SAP Industries, Inc., SAP America, Inc., Sybase, Inc., Ariba, Inc., and Concur Technologies, Inc.	Brown & Connery, LLP	jmontgomery@brownconnery.com
Counsel to The Realty Associates Fund X, L.P.	Buchalter, A Professional Corporation	pweiser@buchalter.com
Counsel to Oracle America, Inc.	Buchalter, A Professional Corporation	schristianson@buchalter.com
Counsel to FedEx Supply Chain, Inc. and FedEx Custom Critical, Inc.	Buchanan Ingersoll & Rooney PC	christopher.schueller@bipc.com
Counsel to FedEx Supply Chain, Inc. and FedEx Custom Critical, Inc.	Buchanan Ingersoll & Rooney PC	terry.shulsky@bipc.com tyler.dischinger@bipc.com



DESCRIPTION	NAME	EMAIL
Counsel to Argonaut Insurance Company	Cadwalader, Wickersham & Taft LLP	Eric.Waxman@cwt.com Anthony.Deleo@cwt.com
Counsel to the Marion Plaza, Inc. dba Eastwood Mall, Governor's Square Company dba Governor's Square Mall, Huntington Mall Company dba Huntington Mall, Meadowbrook Mall Company dba Meadowbrook Mall, Ohio Valley Mall Company dba Ohio Valley Mall, the Cafaro Northwest Partnership dba South Hill Mall, Spotsylvania Mall Company dba Spotsylvania Towne Centre and Howland Commons, LLC dba Howland Commons	Cafaro Management Company	rdavis@cafarocompany.com
Counsel to SHLD Lendco, LLC	Cahill Gordon & Reindel LLP	jlevitin@cahill.com rstieglitz@cahill.com
Counsel to 14 Oaks Associates, LLC	Carmody MacDonald P.C.	sjk@carmodymacdonald.com
Local Counsel to BH North American Corporation	Carter Conboy Case Blackmore Maloney & Laird, P.C.	mcatalfimo@carterconboy.com
Counsel to the Bank of New York Mellon Trust Company and the Chase Manhattan Bank, N.A., Successor Trustees for the SRAC Unsecured PIK Notes (Top 20 Unsecured Creditor), SRAC Unsecured Notes, and the SRAC Medium Term Notes (Top 5 Secured Creditor)	Carter Ledyard & Milburn LLP	gadsden@clm.com bankruptcy@clm.com Dennis.roemlein@bnymellon.com
Counsel to ZG Apparel Group LLC , Studio 1 Div. of Shazdeh Fashions and The Libman Company	Certilman Balin Adler & Hyman, LLP	rmccord@certilmanbalin.com rnosek@certilmanbalin.com
Counsel to WSSR, LLC	Chapman and Cutler LLP	appleby@chapman.com wilamowsky@chapman.com
Counsel to Cardinal Health 110, LLC, Cardinal Health 112, LLC, and Cardinal Health PR 120, Inc., subsidiaries and affiliates of Cardinal Health, Inc., an Ohio Corporation, Top 20 Unsecured Creditor	Chiesa Shahinian & Giantomasi PC	brotenberg@csglaw.com szuber@csglaw.com

DESCRIPTION	NAME	EMAIL
Counsel to Wells Fargo Bank, National Association	Choate, Hall & Stewart LLP	ksimard@choate.com jmarshall@choate.com
Counsel to Winiadaewoo Electroniccs America, Inc.	Choi & Park, LLC	hchoi@choiandpark.com cpark@choiandpark.com lkleist@choiandpark.com
Counsel to MJ Holding Company, LLC	Chuhak & Tecson, P.C.	mstein@chuhak.com
Counsel to Sakar International Inc., Eastern Prime Textiles Limited, Giza Spinning & Weaving Co., Bradshaw Westwood Trust, and BST International Fashion Ltd.	CKR Law LLP	eschnitzer@ckrlaw.com gsaydah@ckrlaw.com
Counsel for Epicor Software Corporation f/k/a Activant Solutions, Inc.	Clark Hill PLC	srichman@clarkhill.com
Counsel for Epicor Software Corporation f/k/a Activant Solutions, Inc.	Clark Hill PLC	srichman@clarkhill.com
Counsel to Epicor Software Corporation f/k/a Activant Solutions, Inc.	Clark Hill Strasburger	duane.brescia@clarkhillstrasburger.com
Counsel to Agree Limited Partnership, Lakewood Shopping Center, LLC, Crossroads Centre II, LLC, and Ramco Jackson Crossing SPE	Clark Hill, PLC	dblau@clarkhill.com
Counsel to JPP, LLC, as agent under the Second Lien Credit Facility, IP/Ground Lease Term Loan Facility, the Consolidated Secured Loan Facility, and ESL Investments, Inc. and its affiliates (including JPP, LLC and JPP II, LLC)	Cleary, Gottlieb, Steen & Hamilton LLP	soneal@cgsh.com jbromley@cgsh.com aweaver@cgsh.com rmukhi@cgsh.com jkpark@cgsh.com

## Exhibit A

Master Service List

Served via Email

DESCRIPTION	NAME	EMAIL
Counsel to Bonita Casa, LLC	Cohen & Grigsby, P.C.	wkelleher@cohenlaw.com hward@cohenlaw.com
Counsel to International Union (UAW), United Steelworkers (USW), and Workers United (WU)	Cohen, Weiss and Simon LLP	rseltzer@cwsny.com
Counsel for Kellogg Sales Company	Cole Schotz P.C.	jbienstock@coleschotz.com
Counsel for Kellogg Sales Company	Cole Schotz P.C.	mwarnar@coleschotz.com
Trustee for the Second Lien PIK Notes, the Holdings Unsecured Notes (8.00%), and the Holdings Unsecured PIK Notes (8.00%), and Top Creditor	Computershare Trust Company, N.A.	Michael.smith2@computershare.com
Counsel to IRC Marketplace at Six Corners, L.L.C. and IRC Park Center Plaza, L.L.C.	Connolly Gallagher LLP	kbifferato@connollygallagher.com kconlan@connollygallagher.com cgriffiths@connollygallagher.com
Counsel to Washington Prime Group Inc.	Cooley LLP	svanaalten@cooley.com scarnes@cooley.com
Counsel to Verizon Capital Corp. and NCC Key Company	Covington & Burling LLP	dcoffino@cov.com aclark@cov.com
Counsel to National Distribution Centers, LLC	Cozen O'Connor	mfelger@cozen.com

DESCRIPTION	NAME	EMAIL
Counsel to Stanley Black & Decker, Inc. and affiliated entities	Cravath, Swaine & Moore LLP	pzumbro@cravath.com
Counsel to 5525 S. Soto St Associates, 5525 S. Soto Street Associates LLC	Dahan & Nowick LLP	davidtaxin@dahannowick.com
Counsel to Electronics for Imaging, Inc.	Davidoff Hutcher & Citron LLP	dhw@dhclegal.com
Counsel to Citibank, N.A., as administrative agent under the Stand-Alone L/C Facility	Davis Polk & Wardwell LLP	sears.service@davispolk.com
Counsel to Lakin Tire West Incorporated	Day Pitney LLP	jwcohen@daypitney.com
Counsel to Cascade Investment, L.L.C. and SL Agent, LLC	Debevoise & Plimpton LLP	mcto@debevoise.com eweisgerber@debevoise.com
Counsel to Namco USA Inc.	Delbello Donnellan Weingarten Wise & Wiederkehr, LLP	jcurley@ddw-law.com
DFS Services, LLC	DFS Services, LLC	bethsolomon@discover.com
Counsel to ProLogis-A4 CA IV, LP; Distribution Funding II, LLC; Prologis, L.P.; KTR Ohio LLC; Prologis and KTR LV Loan LLC	Drinker Biddle & Reath LLP	marita.erbeck@dbr.com
Counsel to Riskonnect, Inc.	Duane Morris LLP	LJKotler@duanemorris.com WMSimkulak@duanemorris.com

## Exhibit A

Master Service List

Served via Email

DESCRIPTION	NAME	EMAIL
Counsel to the Chubb Companies	Duane Morris LLP	WMSimkulak@duanemorris.com Cheitzenrater@duanemorris.com
Counsel to Landlord of Kmart store in Frederiksted, VI (Store #7413) referred in various papers as Sunshine Shopping Center Inc, Mall of Saint Croix, Sunshine Mall, Hatim Yusuf, and Plaza Juana Diaz, landlord of Kmart Store in Puerto Rico (Store #3993)	Edgardo Munoz, PSC	emunozPSC@gmail.com
Counsel to Prestige Bay Plaza Development Corp.	Eiseman Levine Lehrhaupt & Kakoyiannis, P.C.	lmay@eisemanlevine.com
Counsel to McDonald's Corporation	Elliott Greenleaf, P.C.	rxza@elliottgreenleaf.com sak@elliottgreenleaf.com ems@elliottgreenleaf.com
Environmental Protection Agency	Environmental Protection Agency	Leopold.matt@Epa.gov
Counsel to Epicor Software Corporation f/k/a Activant Solutions, Inc.	Epicor Software Corporation	lbercovich@epicor.com
Counsel to the McClatchy Company and its Affiliates	Felderstein Fitzgerald Willoughby & Pascuzzi LLP	ppascuzzi@ffwplaw.com
Counsel to Santa Rosa Mall, LLC	Ferraiuoli LLC	gchico@ferraiuoli.com

## Exhibit A

Master Service List

Served via Email

DESCRIPTION	NAME	EMAIL
Counsel to Clover Technologies Group, LLC	FisherBroyles, LLP	mark.wilson@fisherbroyles.com
Counsel to Clover Technologies Group, LLC	FisherBroyles, LLP	patricia.fugee@fisherbroyles.com
Counsel to CenterPoint Properties Trust, and Victor Reagan Family Trust	Foley & Lardner LLP	dlwright@foley.com kcatanese@foley.com
Counsel to CenterPoint Properties Trust	Foley & Lardner LLP	msmall@foley.com
Counsel to Victor Reagan Family Trust	Foley Gardere Foley & Lardner LLP	tscannell@foley.com
Counsel for Sherthal, LLC	Fox Rothschild LLP	aguon@foxrothschild.com
Counsel to Hanesbrands, Inc. and Sherthal, LLC	Fox Rothschild LLP	plabov@foxrothschild.com
Counsel to Hanesbrands, Inc.	Fox Rothschild LLP	thoran@foxrothschild.com
Counsel to Capref Burbank, LLC	Fox Rothschild, LLP	mhall@foxrothschild.com mherz@foxrothschild.com

DESCRIPTION	NAME	EMAIL
Counsel to The Chamberlain Group, Inc.	Fox Swibel Levin & Carroll LLP	nreid@foxswibel.com
Counsel to Bottling Group, LLC and its affiliates and subsidiaries, operating as Pepsi Beverages Company and Frito-Lay North America, Inc.	FrankGecker LLP	jfrank@fgllp.com jkleinman@fgllp.com
Counsel for True Value Company	Freeborn & Peters LLP	deggert@freeborn.com
Counsel to Seritage Growth Properties, Seritage SRC Finance LLC, and Seritage KMT Finance LLC	Fried, Frank, Harris, Shriver & Jacobson LLP	brad.eric.scheler@friedfrank.com scott.luftglass@friedfrank.com peter.siroka@friedfrank.com
Counsel to Sitel Operating Corporation	Frost Brown Todd LLC	tking@fbtlaw.com
Counsel to Washington Prime Group Inc. and The Kroger Co.	Frost Brown Todd LLC	rgold@fbtlaw.com awebb@fbtlaw.com
Counsel to Haier U.S. Appliance Solutions, Inc. d/b/a GE Appliances	Fultz Maddox Dickens PLC	pmartin@fmdlegal.com lbrymer@fmdlegal.com
Counsel to Yang Ming (America) Corp., and Yang Ming Marine Transport Corp.	Gellert Scali Busenkell & Brown LLC	gseitz@gsbblaw.com

DESCRIPTION	NAME	EMAIL
Counsel to Community Unit School District 300	Gensburg Calandriello & Kanter, P.C.	mgensburg@gcklegal.com
Counsel to Henkel Corporation, American Lebanese Syrian Associated Charities, Inc.	Gibbons P.C.	btheisen@gibbonslaw.com nsongonuga@gibbonslaw.com
Counsel to Henkel Corporation	Gibbons P.C.	hcohen@gibbonslaw.com
Counsel to Interested Party, and Saker ShopRites, Inc.	Giordano, Halleran & Ciesla, P.C.	dcampbell@ghclaw.com
Counsel to A.O. Smith Corporation, and Johnson Controls, Inc.	Godfrey & Kahn, S.C.	tnixon@gklaw.com
Counsel to Infinite Peripherals, Inc.	Godstein & McClintock LLP	tomf@goldmclaw.com
Counsel to AMAV Enterprises Ltd.	Golenbock Eiseman Assor Bell & Peskoe LLP	jflaxer@golenbock.com mweinstein@golenbock.com
Counsel to Waste Management National Services, Inc.	Goodwin Procter LLP	gfox@goodwinlaw.com bbazian@goodwinlaw.com
Counsel to Cape Town Plaza LLC, New Westgate Mall LLC, STAG IV Cheektowaga, LLC, Cape Town Plaza LLC, New Westgate Mall LLC, STAG IV Cheektowaga, LLC, and OND Property, LLC	Goulston & Storrs PC	drosner@goulstonstorrs.com



## Exhibit A

Master Service List

Served via Email

DESCRIPTION	NAME	EMAIL
Counsel to Cape Town Plaza LLC, New Westgate Mall LLC, STAG IV Cheektowaga, LLC, Cape Town Plaza LLC, New Westgate Mall LLC, STAG IV Cheektowaga, LLC, and OND Property, LLC	Goulston & Storrs PC	thoffmann@goulstonstorrs.com
Counsel to Little Caesar Enterprises, Inc. and Blue Line Foodservice Distribution, Inc.	Gray, Plant, Mooty, Mooty & Bennett, P.A.	phillip.bohl@gpmlaw.com
Counsel to American National Insurance Company	Greer, Herz & Adams, LLP	tannweiler@greerherz.com
Counsel to Criteo S.A.	Hahn & Hessen LLP	jfigueiredo@hahn Hessen.com
Counsel to Relator Carl Ireland, Administrator the Estate of James Garbe	Halperin Battaglia Benzija, LLP	ahalperin@halperinlaw.net lgu@halperinlaw.net
Co-Counsel to Taubman Landlords and NW Properties Landlords	Halperin Battaglia Benzija, LLP	dlieberman@halperinlaw.net
Top 20 Unsecured Creditor	Hanesbrands Inc	joia.johnson@hanes.com howard.upchurch@hanes.com
Counsel to Van Hook Service Co., Inc.	Harris Beach PLLC	ktompsett@harrisbeach.com
Proposed Special Conflicts Counsel to the Official Committee of Unsecured Creditors of Sears Holdings Corporation, et al.	Herrick, Feinstein LLP	sodonnell@herrick.com sselbst@herrick.com ssmith@herrick.com msekowski@herrick.com

DESCRIPTION	NAME	EMAIL
Counsel to BH North American Corporation	Higgs Fletcher & Mack LLP	elio@higgslaw.com
Counsel for Cushman & Wakefield Inc.	Holland & Knight LLP	arthur.rosenberg@hklaw.com Marc.Antonecchia@hklaw.com
Counsel to Plaza las Americas, Inc., Plaza del Caribe, S.E., and Garda CL Great Lakes, Inc.	Holland & Knight LLP	barbra.parlin@hklaw.com elvin.ramos@hklaw.com
Counsel to Garda CL Great Lakes, Inc.	Holland & Knight LLP	jose.casal@hklaw.com jjalemany@hklaw.com
Counsel to Midwest Tool, Cutlery Company	Honigman Miller Schwartz and Cohn LLP	llichtman@honigman.com
Counsel to John C. Adams and Kennylugenia Adams	Hopkins & Carley	jross@hopkinscarley.com mjb@hopkinscarley.com
Counsel to Matson Navigation Company, Inc.	Hughes Hubbard & Reed LLP	chris.gartman@hugheshubbard.com
Counsel to UBS AG, as lender for the Sparrow Term Loan maturing 2019, McLane Company, Inc.	Hunton Andrews Kurth LLP	bgross@HuntonAK.com mlegge@huntonak.com
Counsel to McLane Company, Inc.	Hunton Andrews Kurth LLP	ghesse@huntonak.com

DESCRIPTION	NAME	EMAIL
Counsel to CBL & Associates Management, Inc.	Husch Blackwell LLP	caleb.holzaepfel@huschblackwell.com
Counsel to WC Independence Center LLC, WC MRP Belleville Center, LLC	Husch Blackwell LLP	lynn.butler@huschblackwell.com
Counsel to 5330 Crosswind, LLC	Ice Miller LLP	Daniel.Swetnam@icemiller.com
County of Imperial, California	Imperial County Treasurer- Tax Collector	taxcollector@co.imperial.ca.us
Impremedia Operating Company, LLC	Impremedia Operating Company, LLC	alex.macias@impremedia.com
IRS Insolvency Section	Internal Revenue Service	Mimi.M.Wong@irscounsel.treas.gov
IRS Insolvency Section	Internal Revenue Service	Mimi.M.Wong@irscounsel.treas.gov
Counsel to Iron Mountain Information Management, LLC,	Iron Mountain Information Management, LLC	Bankruptcy2@ironmountain.com
Counsel to Data Print Technologies, Inc.	Jasne & Florio, L.L.P.	hgj@jasneflorio.com dlk@jasneflorio.com

DESCRIPTION	NAME	EMAIL
Counsel to Lennox International Inc. and Lennox National Account Services, LLC	Judith Elkin PLLC	elkinj@mac.com
Counsel to Amazon.com Services, Inc., Amazon Payments, Inc., and Amazon Services LLC.	K&L Gates LLP	robert.honeywell@klgates.com
Counsel to GBR Green Acres Limited Liability Company, Greenwich 29 L.P., and 909 Group, L.P.	Keane & Beane, P.C.	atureaud@kblaw.com
Counsel to Computershare Trust Company, N.A., as Indenture Trustee	Kelley Drye & Warren LLP	KDWBankruptcyDepartment@KelleyDrye.com bfeder@kelleydrye.com
Counsel to Voortman Cookies Limited	Kenney Shelton Liptak & Nowak, LLP	jacarlino@kslnlaw.com
Counsel to Haier U.S. Appliance Solutions, Inc. d/b/a GE Appliances, (i) GLP US Management, LLC, (ii) Icon Owner Pool 4 Northeast/Midwest, LLC, (iii) Western B Southeast FL, LLC, (iv) Icon Owner Pool 1 West/Southwest, LLC, (v) Icon Owner Pool 1 SF Non-Business Parks, LLC, (vi) Icon DP MD Owner Pool 2 West/Northeast/Midwest, LLC, and (vii) Icon Owner Pool 1 SF Business Parks, LLC	Klestadt Winters Jureller Southard & Stevens, LLP	ssouthard@klestadt.com lkiss@klestadt.com
Counsel to PREIT Services, LLC, BET Investments, and the Robbins Companies	Kurtzman   Steady, LLC	kurtzman@kurtzmansteady.com
Counsel to AlateX, a Joint Venture, Papa Rochester, LP, Walters Investments, LP, Wal-Go Associates LLC	Langley & Banack, Incorporated	dgragg@langleybanack.com

## Exhibit A

Master Service List

Served via Email

DESCRIPTION	NAME	EMAIL
Counsel for 4th Street South II, LLC, a Michigan Limited Liability Company	Lasky Fifarek, P.C.	jfifarek@laskyfifarek.com
Counsel to Oster Yorktown Properties, LLC, U.S. Realty 86 Associates and Westmount Plaza Associates	Lasser Hochman, L.L.C.	rzucker@lasserhochman.com
Counsel to Simon Property Group	Latham & Watkins LLP	marc.zelina@lw.com
Counsel to Simon Property Group	Latham & Watkins LLP	peter.gilhuly@lw.com ted.dillman@lw.com
Counsel to Vandale Industries, Inc.	Law Office of Gilbert A. Lazarus, PLLC.	gillazarus@gmail.com
Counsel to NW Properties Landlords	Law Office of Kevin S. Neiman, PC	kevin@ksnpc.com
Counsel to Dart Warehouse Corporation	Law Office of William P. Fennell, APLC	william.fennell@fennelllaw.com luralene.schultz@fennelllaw.com office@fennelllaw.com
Counsel for U.S. Bank National Association d/b/a U.S. Bank Equipment Finance	Law Offices of Charles A. Gruen	cgruen@gruenlaw.com
Local Counsel for the Certain Texas Taxing Entities	Law Offices of Douglas T. Tabachnik, P.C.	dtabachnik@dtlaw.com

## Exhibit A

Master Service List

Served via Email

DESCRIPTION	NAME	EMAIL
Counsel to Caparra Center Associates, San Patricio Plaza ("SPP") Landlord	Law Offices of Penny R. Stark	pstarkesq@gmail.com
Counsel to Cudlie Accessories LLC, Flatbush Center Parking LLC, Project 28 Clothing LLC, and Ikeddi Imports LLC	Lazarus & Lazarus, P.C.	hlazarus@lazarusandlazarus.com harlan.lazarus@gmail.com
Counsel to Westfield, LLC and its affiliate, Annapolis Mall Owner LLC, Brandon Shopping Center Partners LTD, Broward Mall LLC, Citrus Park Mall Owner LLC, Countryside Mall LLC, Roseville Shoppingtown LLC, Meriden Square Partnership, Montgomery Mall Owner LLC, North County Fair LP and EWH Escondido Associates, L.P., Oakridge Mall LLC, WEA Palm Desert LLC, Sarasota Shoppingtown LLC, WEA Southcenter LLC, Sunrise Mall LLC, UTC Venture LLC, Valencia Town Center Venture, L.P., Wheaton Plaza Regional Shopping Center LLC, Beneson Capital Partners, LLC and its affiliate Brooks Shopping Centers, LLC, Concord Mall LP, and Berkshire Mall LP	LeClairRyan, PLLC	ilan.markus@leclairryan.com niclas.ferland@leclairryan.com andrew.cole@leclairryan.com
Counsel to DXC Technology Services LLC, successor in interest to Computer Sciences Corporation and CSC Covansys Corporation	LeClairRyan, PLLC	janice.grubin@leclairryan.com alex.chase@leclairryan.com
Counsel to 1803, LLC, and Camegaran, LLC	Leonard, O'Brien, Spencer, Gale & Sayre, Ltd.	jjorissen@losgs.com
Counsel to Bexar County	Linebarger Goggan Blair & Sampson, LLP	sanantonio.bankruptcy@publicans.com
Counsel to Tarrant County and Dallas County	Linebarger Goggan Blair & Sampson, LLP	dallas.bankruptcy@publicans.com

## Exhibit A

Master Service List

Served via Email

DESCRIPTION	NAME	EMAIL
Counsel to Matagorda County, Angelina County, Cleveland ISD, Galveston County, Orange County, Cypress-Fairbanks ISD, Tyler County, Fort Bend County, Wharton Co Jr Coll Dist, Harris County, Jasper County, Houston CAD, Montgomery County, and Polk County	Linebarger Goggan Blair & Sampson, LLP	houston_bankruptcy@publicans.com
Counsel to LTMAC Properties, LLC	Linowes and Blocher LLP	jfarnum@linowes-law.com
Counsel to SUSO 4 Ocean LP and Maynardville Pike LP	Lippes Mathias Wexler Friedman LLP	jmueller@lippes.com
Counsel to Pension Benefit Guaranty Corporation	Locke Lord LLP	braynor@lockelord.com asmith@lockelord.com dwirt@lockelord.com
Counsel to DFS Services, LLC	Locke Lord LLP	ira.greene@lockelord.com
Counsel to Cardtronics USA, Inc.	Locke Lord LLP	jfroehlich@lockelord.com
Counsel to Cardtronics USA, Inc.	Locke Lord LLP	sbryant@lockelord.com
Counsel to Active Media Services, Inc., d/b/a Active International	Lowenstein Sandler LLP	bbuechler@lowenstein.com
Counsel to LG Electronics USA, Inc. and Valvoline	Lowenstein Sandler LLP	echafetz@lowenstein.com bnathan@lowenstein.com

DESCRIPTION	NAME	EMAIL
Counsel to Trinet Essential Facilities XXVII, Inc.	Lubin Olson & Niewiadomski LLP	dmiller@lubinolson.com
Counsel to City of Minneapolis	Mayerson & Hartheimer PLLC	david@mhlaw-ny.com
Counsel to the County of Anderson, Texas, Bastrop County Water Control and Improvement District #2, The County of Bastrop, Texas, Tax Appraisal District of Bell County, The County of Bosque, Texas, Bowie Central Appraisal District, The County of Brazos, Texas, Brown County Appraisal District, Burnet Central Appraisal District, Cherokee County Appraisal District, The County of Cherokee, Texas, The County of Comal, Texas, The County of Coryell, Texas, The County of Denton, Texas, Denton County Road Utility District #1, County of Erath, The County of Guadalupe, Texas, Harrison Central Appraisal District, The County of Harrison, Texas, The County of Hays, Texas, The County of Henderson, Texas, The County of Jasper, Texas, Groesbeck Independent School District, The City of Groesbeck, Texas, Mexia Independent School District, City of Waco and/or Waco Independent School District, Midland Central Appraisal District, Central Appraisal District of Taylor County, Terry County Appraisal District, The County of Wharton, Texas and The County of Williamson, Texas, (jointly "The Texas Ad Valorem Taxing Jurisdictions")	McCreary, Veselka, Bragg & Allen, P.C.	tleday@mvbalaw.com
Counsel to Automotive Rentals, Inc., and ARI Fleet LT	McGlinchey Stafford, PLLC	bmcgrath@mcglinchey.com kromano@mcglinchey.com
Counsel to Automotive Rentals, Inc. and ARI Fleet LT	McGlinchey Stafford, PLLC	mchaney@mcglinchey.com raguilar@mcglinchey.com rcerone@mcglinchey.com



## Exhibit A

Master Service List

Served via Email

DESCRIPTION	NAME	EMAIL
Counsel to Winners Industry Co., Ltd.	McKool Smith, P.C.	hjschwartz@mckoolsmith.com
Counsel to Creditors Loki Investments, LLC, Michael Rue, J. Terry Eager and Susan B. Eager, as Co-Trustees of the J. Terry Eager Family Trust-1995, and CEMR Properties	Meegan, Hanschu & Kassenbrock	dmeegan@mhksacto.com
Counsel to Royal Consumer Products, LLC	Meister Seelig & Fein LLP	cjm@msf-law.com
Counsel to Prince George's County, Maryland, Calvert County, Maryland and Charles County, Maryland	Meyers, Rodbell & Rosenbaum, P.A.	nkenworthy@mrrlaw.net
Counsel to Cyrus Capital Partners, L.P.	Milbank, Tweed, Hadley & McCloy LLP	ALeblanc@milbank.com
Counsel to Cyrus Capital Partners, L.P.	Milbank, Tweed, Hadley & McCloy LLP	cprice@milbank.com
Counsel to Cyrus Capital Partners, L.P.	Milbank, Tweed, Hadley & McCloy LLP	RLiubicic@milbank.com
Counsel to Missouri Department of Revenue	Missouri Department of Revenue, Bankruptcy Unit	sdnyecf@dor.mo.gov

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Master Service List

Served via Email

DESCRIPTION	NAME	EMAIL
Counsel to Acxiom Corporation	Mitchell, Williams, Selig, Gates & Woodyard, P.L.L.C.	ssmith@mwlaw.com
Counsel to Kimco Realty Corporation	Morgan, Lewis & Bockius LLP	laura.mccarthy@morganlewis.com
Counsel to Kimco Realty Corporation	Morgan, Lewis & Bockius LLP	neil.herman@morganlewis.com
Counsel to Net Lease Management Partners, L.L.C., Greensboro Lease Management, L.L.C., and Brighton Lease Management, L.L.C.	Morris James LLP	smiller@morrisjames.com
Counsel to Lefmark Tamiami, Inc.	Morris, Nichols, Arsht & Tunnell LLP	cmiller@mnat.com jbarsalona@mnat.com
Counsel to SRC O.P. LLC, SRC Facilities LLC and SRC Real Estate (TX) LLC	Morrison & Foerster LLP	BrettMiller@mofo.com Mlightner@mofo.com
Counsel to Icon Health & Fitness, Inc.	Morrison & Foerster LLP	jmarines@mofo.com bbutterfield@mofo.com
Counsel to Allure Gems, LLC	Morrison Cohen LLP	bankruptcy@morrisoncohen.com
Counsel to Puerto Rico Supplies Group, Inc. and its subsidiaries and/or affiliates, Glamour Corporation, Healthtex Distributors PR, Inc., PRS Export Group, LLC, PRS On Time Distributors, LLC. (collectively "PRSG").	MRO Attorneys at Law, LLC	mro@prbankruptcy.com

## Exhibit A

Master Service List

Served via Email

DESCRIPTION	NAME	EMAIL
Counsel to Whirlpool Corporation	Munger, Tolles & Olson, LLP	bradley.schneider@mto.com thomas.walper@mto.com
Counsel to International Airport Center, Inc.	Munsch Hardt Kopf & Harr, P.C.	dperry@munsch.com
National Association of Attorneys General	National Association of Attorneys General	kcordry@naag.org
Counsel to Michelin North America, Inc.	Nelson Mullins Riley & Scarborough LLP	jody.bedenbaugh@nelsonmullins.com
Counsel to Retail Opportunity Investments Corp.	Nelson Mullins Riley & Scarborough LLP	shane.ramsey@nelsonmullins.com
New York State Department of Taxation and Finance	New York State Department of Taxation and Finance	enid.stuart@ag.ny.gov
Counsel to U.S. Bank National Association, N.A., as Indenture Trustee	Nixon Peabody, LLP	cdesiderio@nixonpeabody.com
Counsel to Coral Reef Asia Pacific a/k/a White Mountain Footwear and 266 Route 125, LLC	Nixon Peabody, LLP	dsklar@nixonpeabody.com
Counsel to U.S. Bank National Association, N.A., as Indenture Trustee	Nixon Peabody, LLP	rpedone@nixonpeabody.com

DESCRIPTION	NAME	EMAIL
Counsel to Living Spaces Furniture, LLC	Norton Rose Fulbright US LLP	bob.bruner@nortonrosefulbright.com
Counsel to World Technologies, Inc. d/b/a Techtronic Industries Power Equipment; Cantor Fitzgerald Securities as Administrative Agent and Collateral Agent under the Superpriority Junior Lien Secured DIP Credit Agreement; Living Spaces Furniture, LLC	Norton Rose Fulbright US LLP	howard.seife@nortonrosefulbright.com christy.rivera@nortonrosefulbright.com stephen.castro@nortonrosefulbright.com david.rosenzweig@nortonrosefulbright.com
Counsel to Commonwealth of Pennsylvania, Department of Revenue	Office of Attorney General	cmomjian@attorneygeneral.gov
Counsel to the Comptroller of Public Accounts of the State of Texas	Office of the Texas Attorney General	rachel.obaldo@oag.texas.gov
United States Trustee Southern District of New York	Office of The United States Trustee for Region 2	richard.morrissey@usdoj.gov paul.schwartzberg@usdoj.gov
Counsel to Saul Subsidiary I, LP	Offit Kurman, P.A.	apetrakov@offitkurman.com
Counsel to Saul Subsidiary I, LP	Offit Kurman, P.A.	smetz@offitkurman.com
Counsel to J.W. Mitchell Company, LLC	O'Keefe & Associates Law Corporation, P.C.	sokeefe@okeefelc.com

DESCRIPTION	NAME	EMAIL
Counsel to [24]7.ai, Inc	O'Melveny & Myers LLP	dpatrick@omm.com
Counsel to [24]7.ai, Inc	O'Melveny & Myers LLP	jtaylor@omm.com
Counsel to [24]7.ai, Inc	O'Melveny & Myers LLP	mkremer@omm.com
Counsel to Invicta Watch Company of America, Inc.	Orshan, P.A.	paul@orshanpa.com
Top 20 Unsecured Creditor	Paco (China) Garment Ltd	lily@pacogarment.com
Counsel to Hangzhou GreatStar Industrial Co., Ltd	Parker Poe Adams & Bernstein LLP	chipford@parkerpoe.com
Counsel to GACP II, L.P.	Paul Hastings LLP	leslieplaskon@paulhastings.com andrewtenzer@paulhastings.com shlomomaza@paulhastings.com
Proposed Conflict Counsel for Debtors and Debtors in Possession	Paul, Weiss, Rifkind, Wharton & Garrison LLP	pbasta@paulweiss.com kcornish@paulweiss.com lclayton@paulweiss.com sbuergel@paulweiss.com rbritton@paulweiss.com jhurwitz@paulweiss.com

DESCRIPTION	NAME	EMAIL
Counsel to Red Bull North America, Inc.	Pepper Hamilton LLP	jaffeh@pepperlaw.com listwakk@pepperlaw.com
Local Counsel for the Certain Texas Taxing Entities	Perdue Brandon Fielder Collins and Mott, LLP	ecobb@pbfc.com
Counsel to Fayette County, Kerr County, City of Weslaco, Weslaco Independent School District, Kendall County, Maverick County & Uvalde County	Perdue, Brandon, Fielder, Collins & Mott, L.L.P.	jbanks@pbfc.com
Counsel to Richardson ISD, City of Garland, Garland ISD, Carrollton-Farmers Branch ISD	Perdue, Brandon, Fielder, Collins & Mott, L.L.P.	ecobb@pbfc.com
Counsel to Lubbock Central Appraisal District	Perdue, Brandon, Fielder, Collins & Mott, L.L.P.	lmbkr@pbfc.com
Counsel to Spring Branch Independent School District, et al	Perdue, Brandon, Fielder, Collins & Mott, L.L.P.	osonik@pbfc.com
Counsel to Norton Mailman Associates	Pick & Zabicki LLP	dpick@picklaw.net
Counsel to the Marion Plaza, Inc. dba Eastwood Mall, Governor's Square Company dba Governor's Square Mall, Huntington Mall Company dba Huntington Mall, Meadowbrook Mall Company dba Meadowbrook Mall, Ohio Valley Mall Company dba Ohio Valley Mall, the Cafaro Northwest Partnership dba South Hill Mall, Spotsylvania Mall Company dba Spotsylvania Towne Centre and Howland Commons, LLC dba Howland Commons	Pierce McCoy, PLLC	jon@piercemccoy.com

## Exhibit A

Master Service List

Served via Email

DESCRIPTION	NAME	EMAIL
Counsel to Tote, Inc.	Price Meese Shulman & D'Arminio, P.C.	rsteinberg@pricemeese.com
Counsel to MCS Hemet Valley Center LLC	Procopio, Cory, Hargreaves & Savitch LLP	gerald.kennedy@procopio.com
Counsel to ABC Supply Co. Inc.	Pryor & Mandelup, L.L.P.	rlp@pryormandelup.com
Counsel to Broad Street Station, LLC c/o Collett	Pryor Cashman LLP	mhofsdal@pryorcashman.com
Counsel to Omega Advisors Inc.	Quinn Emanuel Urquhart & Sullivan LLP	susheelkirpalani@quinnemanuel.com jonpickhardt@quinnemanuel.com andrewcorkhill@quinnemanuel.com matthewscheck@quinnemanuel.com ellisonmerkel@quinnemanuel.com
Counsel to Southhaven Associates LLC	Reid and Riege, P.C.	cfilardi@rrlawpc.com
Counsel to Miele, Inc.	Reiss+Preuss LLP	greiss@reisspreuss.com etikkanen@reisspreuss.com
Counsel to CM Grayson, LLC	Rice Pugatch Robinson Storfer & Cohen, PLLC	cpugatch@rprslaw.com

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Master Service List

Served via Email

DESCRIPTION	NAME	EMAIL
Counsel to Sante Marcoccia	Rich Michaelson Magaliff, LLP	hmagaliff@r3mlaw.com
Counsel to Community Unit School District 300	Robbins, Schwartz, Nicholas, Lifton & Taylor, Ltd.	kflorey@robbins-schwartz.com nsmith@robbins-schwartz.com
Counsel to Miele, Inc.	Robert E. Michael & Associates PLLC	Robert.e.michael.esq@gmail.com Aron.hume@gmail.com
Counsel to East End Commons Associates LLC, Wolf Family Series LP d/b/a Series III, Wolf Family Series LP d/b/a Series VII; Ontario Enterprises of the Wolf Family Series LP	Robinson Brog Leinwand Greene Genovese & Gluck P.C.	fbr@robinsonbrog.com rms@robinsonbrog.com
Counsel to Apex Tool Group, LLC and Icon DE Holdings LLC and Icon NY Holdings LLC	Ropes & Gray LLP	gregg.galardi@ropesgray.com kimberly.kodis@ropesgray.com sam.ashuraey@ropesgray.com
Counsel to Cross Country Home Services, Inc., and Duff & Phelps, LLC	Ropes & Gray LLP	james.wilton@ropesgray.com patricia.chen@ropesgray.com ssally@ropesgray.com joshua.sturm@ropesgray.com
Counsel to Duff & Phelps, LLC	Ropes & Gray LLP	nicholas.berg@ropesgray.com timothy.farrell@ropesgray.com
Counsel to Cranston/BVT Associates, LLP	Rosen & Associates, P.C.	srosen@rosenpc.com
Counsel to RubyRed Garment Manufacturing S.A.E. (Jerseywear)/Egypt	Rubin LLC	prubin@rubinlawllc.com



DESCRIPTION	NAME	EMAIL
Counsel to Colonial Properties LLC, Groveport Lynx LLC, Lawrence Mart LLC, USP Aerospace Solutions, Inc.	Ruskin Moscou Faltischek, P.C.	mamato@rmfpc.com
Counselt to AmCap Wilson II, LLC, Wilson Norridge, LLC, and HRA Fountains LP	S&D Law	skelly@s-d.com
Counsel to Ray Padula Holdings, LLC	Sahn Ward Coschignano, PLLC	mmccann@swc-law.com rabiuso@swc-law.com
Counsel to Sakar International Inc.	Sakar	jweinblatt@sakar.com
Counsel to International Business Machines Corporation & Advance Magazine Publishers Inc.	Satterlee Stephens LLP	cbelmonte@ssbb.com asnow@ssbb.com pbosswick@ssbb.com
Counsel to the Ciuffo Family Trust	Schiff Hardin LLP	ldelucia@schiffhardin.com afiedler@schiffhardin.com
Securities and Exchange Commission - Headquarters	Securities & Exchange Commission	secbankruptcy@sec.gov NYROBankruptcy@sec.gov
Securities and Exchange Commission - Regional Office	Securities & Exchange Commission – NY Office	bankruptcynoticeschr@sec.gov
Counsel to Wilmington Savings Fund Society, FSB, as Trustee of the 7.00% 12.00% PIK-Toggle Notes	Seward & Kissel LLP	ashmead@sewkis.com alves@sewkis.com

DESCRIPTION	NAME	EMAIL
Counsel to Wilmington Trust, National Association, as indenture trustee and collateral agent	Seyfarth Shaw LLP	emfox@seyfarth.com
Counsel to Oracle Elevator Company	Shapiro, Blasi, Wasserman & Hermann, P.A.	rhermann@sbwh.law mkish@sbwh.law jshafer@sbwh.law floridaservice@sbwh.law
Counsel to Sears Hometown and Outlet Stores, Inc.	Shearman & Sterling LLP	fsosnick@shearman.com sara.coelho@shearman.com
Counsel for Everlast World's Boxing Headquarters Corp.	Sheppard Mullin Richter & Hampton, LLP	afeld@sheppardmullin.com tcohen@sheppardmullin.com
Counsel to Manco Florida Associates, LLC	Shutts & Bowen LLP	rreinert@shutts.com
Counsel to Simon Property Group, L.P.	Simon Property Group, L.P.	rtucker@simon.com
Counsel to Summit Portraits, LLC	Singer & Levick, P.C.	mshriro@singerlevick.com
Counsel for Pennsee, LLC, Loyal Holdings DE LLC and Westfall Town Center JV	Sirlin Lesser & Benson, P.C.	dplon@sirlinlaw.com
Counsel to Bank of America, N.A., administrative agent under the First Lien Credit Facility and the DIP ABL Agent	Skadden, Arps, Slate, Meagher & Flom LLP	Paul.Leake@skadden.com Shana.Elberg@skadden.com George.Howard@skadden.com

DESCRIPTION	NAME	EMAIL
Counsel to Quest Resource Management Group, LLC	Skierski Jain PLLC	enotices@skijain.com
Counsel to Paco (China) Garment Ltd.	Smiley Wang-Ekvall, LLP	pstrok@swelawfirm.com
Counsel to Red Bull North America, Inc.	Snell & Wilmer L.L.P.	rkinas@swlaw.com
Counsel to Florida Self-Insurers Guaranty Association, Inc.	Sorenson Van Leuven, PLLC	bk@svllaw.com
Counsel to Charles Pugh, Nicole Pugh, Jack Pugh, Sam Pugh, and Charles F. Pugh	Sorling Northrup	darolf@sorlinglaw.com pmryan@sorlinglaw.com
Counsel to Levin Management Corporation, Phillips Edison & Company, Conopco Inc. dba Unilever	Stark & Stark, P.C.	tonder@stark-stark.com jlemkin@stark-stark.com
Counsel to East Penn Manufacturing Co.	Stevens & Lee, P.C.	cp@stevenslee.com
Counsel for Telesoft Corp.	Stinson Leonard Street LLP	thomas.salerno@stinson.com
Counsel to Dell Financial Services L.L.C	Streusand, Landon, Ozburn & Lemon, LLP	streusand@slollp.com

DESCRIPTION	NAME	EMAIL
Counsel to Och-Ziff Capital Structure Arbitrage Master Fund, Ltd.	Stroock & Stroock & Lavan LLP	khansen@stroock.com jcanfield@stroock.com sbhattacharyya@stroock.com
Counsel to Fairholme Capital Management, LLC, and the Fairholme Funds, Inc.	Sullivan & Cromwell LLP	dietdericha@sullcrom.com zylberbergd@sullcrom.com
Counsel for Izek Shomof and Alene Shomof Irrevocable Children's Trust Dated February 11, 1999, Vegas Group, LLC, and East River Group, LLC	SulmeyerKupetz, A Professional Corporation	dkupetz@sulmeyerlaw.com ckwu@sulmeyerlaw.com
Counsel to KG Denim Limited	Suri Law Office	lawyer@surilawoffice.com
Counsel to Alexandria Pelletteri & Thomas Pelletteri	Szaferman, Lakind, Blumstein, & Blader P.C.	bsattin@szaferman.com
Counsel to Vertical Industrial Park Associates	Tannenbaum Helpert Syracuse & Hirschtritt LLP	Riela@thsh.com
Counsel to the Taubman Landlords	Taubman Landlords	aconway@taubman.com
Counsel to Stockton Mariposa LLC	The Law Office of Thomas A. Farinella, P.C.	tf@lawtaf.com

DESCRIPTION	NAME	EMAIL
Top 5 Secured Creditor and Pension Benefit Guaranty Corporation ("PBGC")	The Pension Benefit Guaranty Corporation (PBGC)	Starr.Judith@pbgc.gov mccarron.william@pbgc.gov efile@pbgc.gov
Counsel to Mien Co., Ltd., Helen Andrews Inc	The Sarachek Law Firm	joe@saracheklawfirm.com
Counsel to 1803, LLC, and Camegaran, LLC	The Tsang Law Firm, P.C.	mtsang@tsanglawfirm.com
Counsel to Virginia Surety Company, Inc.	Thompson Hine LLP	Curtis.Tuggle@ThompsonHine.com
Top 20 Unsecured Creditor	TJ Tianxing Kesheng Leather Products Co Ltd	powerwangtxks@vip.126.com
Counsel to the Tennessee Department of Revenue	TN Dept of Revenue	AGBankNewYork@ag.tn.gov
Counsel to MP Holdings LLC and Larry D. Kelley	Trainor Fairbrook	jpruski@trainorfairbrook.com
Counsel to Travis County	Travis County Attorney	kay.brock@traviscountytexas.gov

## Exhibit A

Master Service List

Served via Email

DESCRIPTION	NAME	EMAIL
United States Attorney's Office for the Southern District of New York	US Attorney for Southern District of New York	David.Jones6@usdoj.gov Jeffrey.Oestericher@usdoj.gov Joseph.Cordaro@usdoj.gov Carina.Schoenberger@usdoj.gov Lawrence.Fogelman@usdoj.gov Peter.Aronoff@usdoj.gov Linda.Riffkin@usdoj.gov
Counsel to Village of Hoffman Estates	Vedder Price P.C.	jdunn@vedderprice.com
Counsel to Agri-Fab, Inc.	Vedder Price P.C.	ketzel@vedderprice.com
Counsel to NorthStar Group Services, Inc., and Village of Hoffman Estates	Vedder Price P.C.	mschein@vedderprice.com
Counsel to Verizon Capital Corp. and NCC Key Company	Verizon Capital Corp.	marva.m.levine@verizon.com
Counsel to Hanesbrands, Inc.	Waldrep LLP	notice@waldrepllp.com
Counsel to Schindler Elevator Corporation	Walsh Pizzi O'Reilly Falanga LLP	sfalanga@walsh.law

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Master Service List

Served via Email

DESCRIPTION	NAME	EMAIL
Counsel to Wolverine World Wide, Inc. and its affiliates, Chervon (HK), Ltd.	Warner Norcross + Judd LLP	gtoering@wnj.com
Counsel to Levcom Wall Plaza Associates and West Orange Plaza	Wasserman, Jurista & Stolz, P.C.	Dclarke@wjslaw.com
Counsel to Debtors	Weil, Gotshal & Manges LLP	ray.schrock@weil.com garrett.fail@weil.com jacqueline.marcus@weil.com sunny.singh@weil.com JeriLeigh.Miller@weil.com jessica.liou@weil.com Paloma.VanGroll@weil.com Jared.Friedmann@weil.com Jessie.Mishkin@weil.com
Counsel to Lake Success Shopping Center LLC and CE Vernon II, LLC	Weiss Zarett Brofman Sonnenklar & Levy, P.C.	mbrofman@weisszarett.com
Counsel to Toyota Industries Commercial Finance, Inc.	Weltman, Weinberg & Reis Co., L.P.A.	sfink@weltman.com
Counsel to Amerco Real Estate Company, Salesforce.com, Inc., Cisco Systems, Inc., and Google LLC	White and Williams LLP	vandermarkj@whiteandwilliams.com
Counsel to the J.M. Smucker Company and Ainsworth Pet Nutrition LLC	Whiteford, Taylor & Preston LLC	sgerald@wtplaw.com

DESCRIPTION	NAME	EMAIL
Counsel to 156 Tom Hill LLC	Wiles & Wiles, LLP	bankruptcy@evict.net
Counsel to Capref Burbank, LLC	Williams Legal Advisory Group, LLC	awilliams@williamsadvisors.com
Counsel to Drayton Plains (MI), LLC	Willkie Farr & Gallagher LLP	alipkin@willkie.com gbrunswick@willkie.com
Wilmington Savings Fund Society, FSB, as Trustee of the 7.00% 12.00% PIK-Toggle Notes	Wilmington Savings Fund Society, FSB	phealy@wsfsbank.com
Counsel to Wilmington Trust, National Association, as indenture trustee and collateral agent	Wilmington Trust, National Association	scimalore@wilmingtontrust.com
Counsel to Putnam County and Tomra/RSI, LLC	Wilson, Elser, Moskowitz, Edelman & Dicker LLP	david.tillem@wilsonelser.com
Counsel to 4th Street South II, LLC	Witte Law Offices, PLLC	ncwitte@wittelaw.com
Counsel to Wolf Family Series LP d/b/a Series III, Ontario Enterprises of the Wolf Family Series LP	Wolf, Rifkin, Shapiro, Schulman & Rabkin, LLP	saron@wrslawyers.com
Counsel to Fruit of the Loom, Inc., Vanity Fair Brands, LP and Russell Brands, LLC	Wyatt, Tarrant & Combs, LLP	mfullington@wyattfirm.com



DESCRIPTION	NAME	EMAIL
Counsel to Movant Mario Aliano	Zimmerman Law Offices, P.C.	tom@attorneyzim.com

**Exhibit B**

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## Exhibit B

Counterparties Service List

Served via Email

NAME	NOTICE NAME	CONTACT NAME	EMAIL
[24]7.ai, Inc.	O'MELVENY & MYERS LLP	MATTHEW P. KREMER, JENNIFER TAYLOR, DARREN L. PATRICK	mkremer@omm.com; jtaylor@omm.com; dpatrick@omm.com
1055 Hanover, LCL	KELLEY DRYE & WARREN LLP ALLEN MATKINS LECK GAMBLE MALLORY & NATSIS LLP	ROBERT L. LEHANE MICHAEL S. GREGER & IVAN M. GOLD	rlehane@kelleydrye.com; mgreger@allenmatkins.com; igold@allenmatkins.com
4th South Street II, LLC	WITTE LAW OFFICES, PLLC; LASKY FIFAREK PC	NORMAN C. WITTE, JOHN R. FIFAREK	ncwitte@wittelaw.com; jfifarek@laskyfifarek.com
5330 Crosswind, LLC	Ice Miller LLP	Daniel R. Swetnam	daniel.swetnam@icemiller.com
A.R.E. Investment Co.	Reed Smith LLP	Christopher A. Lynch	clynch@reedsmith.com
ABG Sportcraft, LLC	c/o Authentic Brands Group	Attn: Legal Department	bfitzpatrick@abg-nyc.com
Acadia Realty Limited et al.	BALLARD SPAHR LLP	DAVID L. POLLACK, DUSTIN P. BRANCH, LESLIE C. HEILMAN, PAUL E. HARNER, ALYSSA E. KUTNER	Pollack@ballardspahr.com; branchd@ballardspahr.com; heilmanl@ballardspahr.com; harnerp@ballardspahr.com; kutnera@ballardspahr.com
Acadia Realty Limited et al.	BALLARD SPAHR LLP	DAVID L. POLLACK, DUSTIN P. BRANCH, LESLIE C. HEILMAN, PAUL E. HARNER, ALYSSA E. KUTNER	Pollack@ballardspahr.com; branchd@ballardspahr.com; heilmanl@ballardspahr.com; harnerp@ballardspahr.com; kutnera@ballardspahr.com
Accertify, Inc.	PAUL J. HOOTEN & ASSOCIATES	PAUL J. HOOTEN	info@taynelaw.com
Adam Levine Productions, Inc.	REITLER KAILAS & ROSENBLATT LLC	YANN GERON AND JEANNETTE LITOS	ygeron@reitlerlaw.com; jlitos@reitlerlaw.com
Administration Agreement Parties	THOMPSON HINE LLP	CURTIS L. TUGGLE AND JONATHAN S. HAWKINS	Curtis.Tuggle@ThompsonHine.com; Jonathan.Hawkins@ThompsonHine.com
ADT LLC	RAVERT PLLC; SPILMAN THOMAS & BATTLE, PLLC	GARY O. RAVERT; SALLY E. EDISON	gravert@ravertpllc.com; sedison@spilmanlaw.com
Agency U.S.A. Inc, as agent for Maersk Line A/S	MORGAN, LEWIS & BOCKIUS LLP	Rachel Jaffe Mauceri	rachel.mauceri@morganlewis.com
Alan Robbins, Benderson Development Company LLC	KELLEY DRYE & WARREN LLP	ROBERT L. LEHANE	rlehane@kelleydrye.com
Alatex, A Joint Venture	LANGLEY & BANACK, INCORPORATED	DAVID S. GRAGG, NATALIE F. WILSON	dgragg@langleybanack.com
Algert Co.Inc. - Japan	Redacted		
Algert Co.Inc. - Taiwan	Redacted		
Amazon Payments, Inc.	K&L GATES LLP	ROBERT T. HONEYWELL III	robert.honeywell@klgates.com
Amazon Web Services, Inc.	LAMONICA HERBST & MANISCALCO, LLP FOSTER PEPPER PLLC	JACQULYN S. LOFTIN, ESQ. BRYAN T. GLOVER, ESQ.	jsl@lhmlawfirm.com; bryan.glover@foster.com
AmCap Wilson II LLC, Wilson Norridge, LLC	S&D LAW	STEVEN W. KELLY, ESQ.	skelly@s-d.com
American Greetings Corporation	BAKER & HOSTETLER LLP	ERIC R. GOODMAN & FERVE KHAN	egoodman@bakerlaw.com; fkhan@bakerlaw.com
American Lebanese Syrian Associated Charities, Inc.	GIBBONS PC	NATASHA M. SONGONUGA	nsongonuga@gibbonslaw.com
Apex Systems LLC	MCGUIREWOODS LLP	SHAWN R. FOX	sfox@mcguirewoods.com

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Counterparties Service List

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NAME	NOTICE NAME	CONTACT NAME	EMAIL
Apex Tool Group, LLC	ROPES & GRAY LLP	GREGG M. GALARDI, SAM N. ASHURAEY, KIMBERLY J. KODIS	Gregg.Galardi@ropesgray.com; Sam.Ashuraey@ropesgray.com; Kimberly.Kodis@ropesgray.com
Aramark Corporation	DUANE MORRIS LLP	JAMES J. HOLMAN;JARRET P. HITCHINGS	jjholman@duanemorris.com; jpitchings@duanemorris.com
Argonaut Insurance Company	CADWALADER, WICKERSHAM & TAFT LLP	ERIC G. WAXMAN III, ANTHONY DE LEO	eric.waxman@cwt.com; anthony.deleo@cwt.com
Aspen Refrigerants, Inc.	WELTMAN & MOSKOWITZ LLP	MICHAEL L. MOSKOWITZ	mlm@weltnosk.com
AT&T	ARNOLD & PORTER KAYE SCHOLER LLP	BRIAN J. LOHAN & STEVEN FRUCHTER	brian.lohan@arnoldporter.com; steven.fruchter@arnoldporter.com
Automotive Rentals, Inc. and ARI Fleet LT	MCGLINCHEY STAFFORD, PLLC	RICHARD A. AGUILAR, RUDY J. CERONE, MARK J. CHANEY	raguilar@mcglinchey.com; rcerone@mcglinchey.com; mchaney@mcglinchey.com
Avenel Realty Associates, LLC	ROBINSON BROG LEINWAND GREENE	ROBERT M. SASLOFF	rms@robinsonbrog.com
Beeline.com, Inc.	Reed Smith LLP	Christopher A. Lynch	clynch@reedsmith.com
Benson Capital Partners, LLC	LECLAIRRYAN, PLLC	ILAN MARKUS;NICLAS A. FERLAND	ilan.markus@leclairryan.com; niclas.ferland@leclairryan.com
Berkeley Mall, LLC	Blank Rome LLP/ Caudle & Spears, PA	Ira L. Herman, Jeffrey L. Helms	iherman@BlankRome.com; jhelms@caudlespears.com
Berkshire Mall LLP	LeClairRyan, PLLC	Ilan Markus, Andrew L. Cole	ilan.markus@leclairryan.com
Biltmore Commercial Properties I, LLC	Troutman Sanders LLP	Brett D. Goodman, Eunjin Lee LoBeloo	brett.goodman@troutman.com; eunjinlobello@troutman.com
Blue Cross and Blue Shield of Illinois, a Division of Health Care Service Corporation, a Mutual Legal Reserve	CONLEY ROSENBERG & MENDEZ LLP	KELLY E. KLEIST	kek@crb-law.com
Bonnier Corporation	DELBELLO DONNELLAN WEINGARTEN WISE & WIEDERKEHR LLP;MICHAEL BEST & FRIEDRICH LLP	DAWN KIRBY AND JULIE CVEK CURLEY; JONATHAN L. GOLD	dkirby@ddw-law.com; jcurley@ddw-law.com; jlgold@michaelbest.com
Bradshaw Westwood Trust	CKR Law LLP	Gilbert R. Saydah Jr.	gsaydah@ckrlaw.com
Broad Street Station, LLC c/o Collett	Pryor Cashman LLP/ Horack, Talley, Pharr & Lowndes, PA	Marie Polito Hofsdal, Conrad C. Chiu/ John H. Capitano	mhofsdal@pryorcashman.com; cchiu@pryorcashman.com; jcapitano@horacktalley.com
CA, Inc.	FARRELL FRITZ, P.C.	PATRICK COLLINS;VERONIQUE A. URBAN	pcollins@farrellfritz.com; vurban@farrellfritz.com
Camegaran, LLC	Leonard, O'Brien Spencer, Gale & Sayre, Ltd./ The Tsang Law Firm, PC	James M. Jorissen/ Michael Tsang	jjorissen@losgs.com; mtsang@tsanglawfirm.com
Canal Street Property, LLC	CHAFFE MCCALL, LLP	FERNAND L. LAUDUMIEY, IV	laudumiey@chaffe.com
Canon Financial Services, Inc.	Stark & Stark, A Professional Corporation	Joseph H. Lemkin	jlemkin@stark-stark.com
Caparra Center Associates, LLC	LAW OFFICES OF PENNY R. STARK	PENNY R. STARK	pstarkesq@gmail.com
Cape Town Plaza LLC and New Westgate Mall LLC	GOULSTON & STORRS PC	DOUGLAS B. ROSNER, ESQ. & TREVOR R. HOFFMANN, ESQ.	drosner@goulstonstorr.com; thoffman@goulstonstorr.com

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NAME	NOTICE NAME	CONTACT NAME	EMAIL
CAPREF Burbank LLC	FOX ROTHSCHILD LLP	MARK E. HALL; MICHAEL R. HERZ	mhall@foxrothschild.com; mherz@foxrothschild.com
Cardinal Health 110, et al.	CHIESA SHAHINIAN & GANTOMASI PC	SCOTT A. ZUBER, ESQ. & BETH J. ROTENBERG, ESQ.	szuber@csglaw.com; brotenberg@csglaw.com
Cascade Water Services	NIXON PEABODY LLP	CHRISTOPHER J. FONG, R. SCOTT ALSTERDA	cfong@nixonpeabody.com; rsalsterda@nixonpeabody.com
CBL & Associates Management, Inc.	HUSCH BLACKWELL LLP	CALEB T. HOLZAEPFEL, MARSHALL C. TURNER	Caleb.Holzaepfel@huschblackwell.com; marshall.turner@huschblackwell.com
CenterPoint Properties Trust	Foley & Lardner LLP	Derek L. Wright, Michael J. Small	dwright@foley.com; msmall@foley.com
CenturyLink Communications, LLC and Level 3 Communications, LLC	KASOWITZ BENSON TORRES LLP; STINSON LEONARD STREET LLP	ROSS G. SHANK; EDWIN H. CALDIE, BRITTANY M. MICHAEL, KEVIN P. KITCHEN	rshank@kasowitz.com; ed.caldie@stinson.com; brittany.michael@stinson.com; kevin.kitchen@stinson.com
CFP Fire Protection, Inc.	MORGAN, LEWIS & BOCKIUS LLP	EDWIN E. SMITH; MELISSA Y. BOEY	edwin.smith@morganlewis.com; melissa.boey@morganlewis.com
Chamberlain Group, Inc.	FOX SWIBEL LEVIN & CARROLL LLP	N. NEVILLE REID	nreid@foxswibel.com
Chevron (HK), Ltd.	WARNER NORCROSS + JUDD LLP	GORDON J. TOERING, ESQ.	gtoering@wnj.com
Chubb Companies	DUANE MORRIS LLP	WENDY M. SIMKULAK, CATHERINE B. HEITZENRATER	WMSimkulak@duanemorris.com; CHeitzenrater@duanemorris.com
Church Street, LLC	CUDDY & FEDER LLP	ANDREW SCHRIEVER, BRENDAN GOODHOUSE	bgoodhouse@cuddyfeder.com
Cigna Entities	CONNOLLY GALLAGHER LLP	JEFFREY C. WISLER	jwisler@connollygallagher.com
Cisco Systems, Inc.	WHITE & WILLIAMS LLP; BIALSON, BERGEN & SCHWAB	JAMES C. VANDERMARK; THOMAS M. GAA	vandermarkj@whiteandwilliams.com; Tgaa@bbslaw.com
City of Minneapolis	MAYERSON & HARTHEIMER, PLLC; FREDRIKSON & BYRON, P.A.	SANDRA E. MAYERSON, DAVID H. HARTHEIMER; JAMES L. BAILLIE & JAMES C. BRAND	david@mhlaw-ny.com; sandy@mhlaw-ny.com; jbailie@fredlaw.com; jbrand@fredlaw.com
Ciuffo Family Trust	SCHIFF HARDIN LLP	LOUIS T. DELUCIA	ldelucia@schiffhardin.com
CIVF V-OH1M03, LLC	Taft Stettinius & Hollister, LLP	Casey Cantrell Swartz	cswartz@taftlaw.com
Cleva North America, Cleva Hong Kong	FOX ROTHSCHILD LLP	PAUL J. LABOV, ESQ.	plabov@foxrothschild.com
Colonial Properties, LLC	RUSKIN MOSCOU FALTISCHEK, P.C.	MICHAEL S. AMATO	mamato@rmfpc.com
Community School District 300	ARCHER & GREINER, P.C. ROBBINS, SCHWARTZ, NICHOLAS, LIFTON & TAYLOR, LTD. GENSBURG CALANDRIELLO & KANTER, P.C.	ALLEN G. KADISH & HARRISON H.D. BREAKSTONE KENNETH M. FLOREY & M. NEAL SMITH MATTHEW T. GENSBURG	akadish@archerlaw.com; hbreakstone@archerlaw.com; kflore@robbins-schwartz.com; nsmith@robbins-schwartz.com; mgensburg@gcklegal.com
Compucom Systems, Inc.	SHRAIBERG, LANDAU & PAGE, P.A.	BRADLEY S. SHRAIBERG	bss@slp.law
Concord Mall LP and Berkshire Mall	LECLAIRRYAN, PLLC	ILAN MARKUS; ANDREW L. COLE	ilan.markus@leclairryan.com; andrew.cole@leclairryan.com
Cross Country Home Services, Inc.	ROPES & GRAY LLP	JAMES M. WILTON, PATRICIA I. CHEN	james.wilton@ropesgray.com; patricia.chen@ropesgray.com
Crosscom National LLC	FRANKGECKER LLP	JOSEPH D. FRANK & JEREMY C. KLEINMAN	jkleinman@fgllp.com
DART Warehouse Corporation	LAW OFFICE OF WILLIAM P. FENNELL, APLC	WILLIAM P. FENNELL	william.fennell@fennelllaw.com

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Counterparties Service List  
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NAME	NOTICE NAME	CONTACT NAME	EMAIL
DFS Services LLC	LOCKE LORD LLP	IRA S. GREENE	Ira.Greene@lockelord.com
DGI LS, LLC	Barclay Damon LLP	Kevin M. Newman	knewman@barclaydamon.com
Direct Energy Business, LLC	McDowell Heterington LLP	Megan Young-John	megan.john@mhlhp.com
Drayton Plains (MI), LLC	WILLKIE FARR & GALLAGHER LLP	ALAN J. LIPKIN & GABRIEL BRUNSWICK	alipkin@willkie.com; gbrunswick@willkie.com
DXC Technology Services LLC	LECLAIRRYAN, PLLC	JANICE B. GRUBIN, ALEX J. CHASE	janice.grubin@leclairryan.com
East Penn Manufacturing Co.	STEVENS & LEE, P.C.	CONSTANTINE D. POURAKIS, ROBERT LAPOWSKY, EVAN B. COREN	cp@stevenslee.com; rl@stevenslee.com; ebc@stevenslee.com
EcoLab Inc.	NORRIS, MCLAUGHLIN, PA/KOHNER, MANN & KAILAS, SC	MELISSA A. PENA/SAMUEL C. WISOTZKEY	mapena@nmmlaw.com; swisotzkey@kmksc.com
El Centro Mall, Ltd. And GC Columbia, LLC	Kelley Drye & Warren LLP	Robert L. LeHane	rlehane@kelleydrye.com
Electrolux Home Products, Inc.	Jenner & Block LLP	Vicent E. Lazar, Marc B. Hankin	vlazar@jenner.com; mhankin@jenner.com
Epicor Software Corporation	CLARK HILL PLC; CLARK HILL STRASBURGER	STEVEN M. RICHMAN; DUANE J. BRESCIA	srichman@clarkhill.com; duane.brescia@clarkhillstrasburger.com
ePossibilites USA, Ltd.	PIERCE MCCOY, PLLC; STREUSAND, LONDON, OZBURN & LEMMON, LLP	JONATHAN A. GRASSO, SABRINA L. STREUSAND	jon@piercemccoy.com; streusand@slollp.com
Everlast World's Boxing Headquarters Corp.	SHEPPARD MULLIN RICHTER & HAMPTON, LLP	ALAN M. FELD; TED COHEN	afeld@sheppardmullin.com; tcohen@sheppardmullin.com
Experian Information Solutions, Inc.	FRANKGECKER LLP	JOSEPH D. FRANK, JEREMY C. KLEINMAN	jkleinman@fgllp.com; jfrank@fgllp.com
Extreme Networks, Inc.	LATHAM & WATKINS LLP	KIMBERLY A. POSIN AND ANNEMARIE V. REILLY	kim.posin@lw.com; annemarie.reilly@lw.com
FB Billerica Realty Investors LLC	THOMPSON & KNIGHT LLP	MICHAEL V. BLUMENTHAL, ANTHONY F. PIRRAGLIA	michael.blumenthal@tklaw.com; anthony.pirraglia@tklaw.com
Federal Construction Co.	MORRIS, NICHOLS, ARSHT & TUNNELL LLP	CURTIS S. MILLER & JOSEPH C. BARSALONA II	cmiller@mnat.com; jbarsalona@mnat.com
Fedex Cusotm Critical, Inc.	BUCHANAN INGERSOLL & ROONEY PC	CHRISTOPHER P. SCHUELLER	christopher.schueller@bipc.com
Fedex Supply Chain, Inc.	BUCHANAN INGERSOLL & ROONEY PC	CHRISTOPHER P. SCHUELLER	christopher.schueller@bipc.com
Felix Calls, LLC	DELBELLO DONNELLAN WEINGARTEN WISE & WIEDERKEHR LLP; MICHAEL BEST & FRIEDRICH LLP	DAWN KIRBY AND JULIE CVEK CURLEY; JONATHAN L. GOLD	dkirby@ddw-law.com; jcurley@ddw-law.com; jlgold@michaelbest.com
FG, LLC	FABYANSKE, WESTRA, HART & THOMSON, P.A.	PAUL L. RATELLE	pratelle@fwhtlaw.com
First Real Estate Investment Trust of New Jersey	GUTFLEISH LAW, LLC	HARRY M. GUTFLEISH, ESQ.	harry@gutfleishlaw.com
Forbes/Cohen Florida Properties, L.P.	CARSON FISCHER, PLC	ROBERT M. CARSON, ROBERT A. WEISBERG	rcarson@carsonfischer.com; rweisberg@carsonfischer.com
Fringe Area (II), S.E.	HOLLAND & KNIGHT LLP	BARBRA R. PARLIN, JOE A. CASAL, JOAQUIN J. ALEMANY	jose.casal@hklaw.com; joaquin.alemany@hklaw.com
Garda CL Great Lakes, Inc.	HOLLAND & KNIGHT LLP	BARBRA R. PARLIN, JOE A. CASAL, JOAQUIN J. ALEMANY	jose.casal@hklaw.com; joaquin.alemany@hklaw.com
GFI-Glendale Investments Limited Partnership	Kirton McConkie	Ralph R. Mabey	rmabey@kmclaw.com
GlobalTranz Enterprises, Inc.	BLANK ROME LLP; QUARLES & BRADY LLP	IRA L. HERMAN; LAUREN N. BESLOW	IHerman@BlankRome.com; Lauren.Beslow@quarles.com

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Counterparties Service List

Served via Email

NAME	NOTICE NAME	CONTACT NAME	EMAIL
Globant LLC	ARCHER & GREINER, P.C.	ALLEN G. KADISH, HARRISON H.D. BREAKSTONE	akadish@archerlaw.com; hbreakstone@archerlaw.com
GLP US Management LLC, et al.	KIESTADT WINTERS JURELLER SOUTHARD & STEVENS, LLP	Sean C. Southard, Laren C. Kiss	ssouthard@klestadt.com
Google LLC	WHITE & WILLIAMS LLP	JAMES C. VANDERMARK	vandermarkj@whiteandwilliams.com
Grand Central Plaza, LLC	Davidson Fink, LLP	Glenn M. Fjermedal, David L. Rasmussen	gfjermedal@davidsonfink.com; drasmussen@davidsonfink.com
Granite Run, LP, BT Pleasant Hills LP, Capital Enterprises, Inc., and Preit Services, LLC	KURTZMAN STEADY LLC	JEFFREY KURTZMAN	kurtzman@kurtzmansteady.com
Great Eastern Corporation d/b/a North River Village GEC, LLC	Trenam, Kemker, Schard, Barkin, Frye, O'Neill & Mullis, PA	Lori V. Vaughan	LVaughan@trenam.com
Greenhorn Ventures LLC	DELBELLO DONNELLAN WEINGARTEN WISE & WIEDERKEHR, LLP	DAWN KIRBY	dkirby@ddw-law.com
Greensboro Lease Management, LLC	Morris James LLP	Stephen M. Miller, Douglas N. Candeub	smiller@morrisjames.com
GroupBy USA, Inc.	Walsh Pizzi O'Reilly Falanga LLP	Christopher M. Hemrick	chemrick@walsh.law
Groveport Lynx, LLC	RUSKIN MOSCOU FALTISCHEK, P.C.	MICHAEL S. AMATO	mamato@rmfpc.com
Haier US Appliance Solutions, Inc. D/B/A GE Appliances	KLESTADT WINTERS JURELLER SOUTHARD & STEVENS, LLP; FULTZ MADDOX DICKENS PLC	SEAN C. SOUTHARD, LAUREN C. KISS; PHILLIP A. MARTIN, LAURA M. BRYMER	ssouthard@klestadt.com; lkiss@klestadt.com; pmartin@fmdlegal.com
HomeGoods, Inc.	ROPES & GRAY LLP	MARK R. SOMERSTEIN	mark.somerstein@ropesgray.com
Horwood Marcus & Berk Chartered	HORWOOD MARCUS & BERK CHARTERED	AARON L. HAMMER, JOHN W. GUZZARDO	ahammer@hmblaw.com; jguzzardo@hmblaw.com
Icon DE Holdings LLC and Icon NY Holdings LLC	ROPES & GRAY LLP	GREGG M. GALARDI; KIMBERLY J. KORDIS	gregg.galardi@ropesgray.com; kimberly.kodis@ropesgray.com
Icon Health & Fitness, Inc.	MORRISON & FOERSTER LLP	JENNIFER L. MARINES AND BENJAMIN W. BUTTERFIELD	jmarines@mofo.com; bbutterfield@mofo.com
Infinite Peripherals, Inc.	GOLDSTEIN & MCCLINTOCK LLLP	THOMAS R. FAWKES	tomf@goldmclaw.com
Infosys Limited	KELLEY DRYE & WARREN LLP	JAMES S. CARR, MAEGHAN J. MCLOUGHLIN	jcarr@kelleydrye.com; mmccloughlin@kelleydrye.com
International Business Machines Corporation	SATTERLEE STEPHENS LLP	CHRISTOPHER R. BELMONTE, ABIGAIL SNOW	cbelmonte@ssbb.com; asnow@ssbb.com
Interprop Bedford, LLC	FRIED, FRANK, HARRIS, SHRIVER & JACOBSON LLP	BRAD ERIC SCHELER, ESQ. & JENNIFER L. RODBURG, ESQ.	brad.scheler@friedfrank.com; jennifer.rodburg@friedfrank.com
Izek Shomof and Aline Shomof Irrevocable Children's Trust	SULMEYERKUPETZ, A PROFESSIONAL CORPORATION	DAVID S. KUPETZ	dkupetz@sulmeyerlaw.com
J.M. Smucker Company	WHITEFORD, TAYLOR & PRESTON LLC	STEPHEN B. GERALD	sgerald@wtplaw.com
Jackson Shopping Village, LLLP	GREENBERG & BASS LLP	JAMES R. FELTON, ROBERT D. BASS	rbass@greenbass.com; jfelton@greenbass.com
John C. Adams and Kennylugenia Adams	HOPKINS & CARLEY	JAY M. ROSS, MONIQUE D. JEWETT-BREWSTER	jross@hopkinscarley.com; mjb@hopkinscarley.com
Johnson Controls, Inc.	GODFREY & KAHN SC	TIMOTHY F. NIXON	tnixon@gklaw.com
JPMG Mamassas Mall Owner LLC and Pougeepsie Galleria LLC	Barclay Damon LLP	Kevin M. Newman	knewman@barclaydamon.com

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NAME	NOTICE NAME	CONTACT NAME	EMAIL
JW Mitchell Company, LLC	OKEEFE & ASSOCIATES LAW CORP., P.C.	SEAN A. O'KEEFE, ESQ.	sokeefe@okeefelc.com
K-Bay Plaza, LLC	EISEMAN LEVINE LEHRHAUPT & KAKOYIANNIA	LAURENCE MAY, ESQ.	Lmay@eismanlevine.com
Kellermeyer Bergensons Services, LLC	Halperin Battaglia Bezija, LLP/Shumaker, Loop & Kendrick, LLP	Alan D. Halperin, Donna H. Lieberman/David J. Coyle	Ahalperin@halperinlaw.net; dlieberman@halperinlaw.net; dcoyle@slk-law.com
Kimco Realty Corporation	MORGAN, LEWIS & BOCKLUS LLP	NEIL E. HERMAN, ESQ., LAURA MCCARTHY, ESQ.	neil.herman@morganlewis.com; laura.mccarthy@morganlewis.com
Kin Landlords	BLANK ROME LLP	JEFFREY RHODES, EVAN J. ZUCKER	ezucker@blankrome.com; jrhodes@blankrome.com
Kin Properties, Inc.; Aleff LLC; Arcolo Limited Partnership; Cansan Company, LLC; Fairsan Company LLC; Floreff LLC; Fundamentals Co LLC; Hareff LLC; Hillsborough Associates; Pasan Trust; Mantkin LLC; Musue LLC; Nathan Alison LLC; Sugencole LLC; Sugengran LLC; and Sugensteve LLC	Blank Rome LLP	Evan J. Zucker, Jeffrey Rhodes	ezucker@blankrome.com; jrhodes@blankrome.com
Korpack, Inc.	FREEBORN & PETERS LLP	DEVON J. EGGERT	degger@freeborn.com
Lakewood Shopping Center, LLC	CLARK HILL, PLC	DAVID M. BLAU	dblau@clarkhill.com
Lakin Tire West Incorporated	DAY PITNEY LLP	JOSHUA W. COHEN; KEVIN C. BROWN	JWCOHEN@DAYPITNEY.COM; KBROWN@DAYPITNEY.COM
Lawrence Mart, LLC	RUSKIN MOSCOU FALTISCHEK, P.C.	MICHAEL S. AMATO	mamato@rmfpc.com
LBA Realty Landlords	Kelley Drye & Warren LLP/ Allen Matkins Leck Gamble Mallory & Natsis LLP	Robert L. LeHane, Maeghan J. McLoughlin/ Ivan M. Gold	rlehane@kelleydrye.com; mmcloughlin@kelleydrye.com; igold@allenmatkins.com
LBG Hilltop, LLC	FREEMAN, FREEMAN & SMILEY, LLP	THEODORE B. STOLMAN; CAROL CHOW	ted.stolman@ffslaw.com; carol.chow@ffslaw.com
LBG Medford, LLC	FREEMAN, FREEMAN & SMILEY, LLP	THEODORE B. STOLMAN; CAROL CHOW	theodore.stolman@ffslaw.com; carol.chow@ffslaw.com
Lennox International Inc., Lennox National Account Services, LLC	JUDITH ELKIN PLLC	JUDITH ELKIN	elkinj@mac.com
Levcom Wall Plaza Associates	WASSERMAN, JURISTA & STOLZ, P.C.	DONALD W. CLARKE	dclarke@wjslaw.com
LG Electronics USA, Inc. and LG Electronics Alabama Inc.	LOWENSTEIN SANDLER LLP	BRUCE S. NATHAN, ESQ., JEFFREY J. WILD, ESQ., & ERIC S. CHAFETZ, ESQ.	bnathan@lowenstein.com; jwild@lowenstein.com; echafetz@lowenstein.com
Libby Dial Enterprises, LLC	Leech Tishman Fuscaldo & Lampl, LLC	Alan M. Kindred, Patrick W. Carothers, Gregory W. Hauswith	akindred@leechtishman.com; pcarothers@leechtishman.com; ghauswith@leechtishman.com
Liberty Property Limited Partnership	BLANK ROME LLP	BRYAN J. HALL & JOHN E. LUCIAN	BHall@Blankrome.com; Lucian@Blankrome.com
LinkedIn	FOX ROTHSCHILD LLP	PAUL J. LABOV, MARIA A. MILANO	plabov@foxrothschild.com; mamilano@foxrothschild.com



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NAME	NOTICE NAME	CONTACT NAME	EMAIL
Little Caesar Enterprises, Inc.	GRAY, PLANT, MOOTY, MOOTY & BENNETT, P.A.	PHILLIP W. BOHL	phillip.bohl@gpmlaw.com
Living Spaces Furniture, LLC	NORTON ROSE FULBRIGHT US LLP	DAVID A. ROSENZWEIG AND BOB B. BRUNER	david.rosenzweig@nortonrosefulbright.com; bob.bruner@nortonrosefulbright.com
Luxottica Retail North America Inc.	THOMPSON HINE LLP	JOHN C. ALLERDING	john.allerding@thompsonhine.com
MacDade Mall Associates, L.P.	KAPLIN STEWART MELOFF REITER & STEIN, P.C.	WILLIAM J. LEVANT, ESQUIRE	wlevant@kaplaw.com
Macy's West Stores, Inc.	FROST BROWN TODD LLC	RONALD E. GOLD, AJ WEBB	rgold@fbtllaw.com; awebb@fbtllaw.com
Manco Florida Associates LLC	SHUTTS & BOWEN LLP	RYAN C. REINERT	rreinert@shutts.com
Manlaw Investment Company, Ltd	Rubin LLC	Paul A. Rubin, Hanh V. Huynh	prubin@rubinlawllc.com; hhuynh@rubinlawllc.com
Matson Navigation Company, Inc.	HUGHES HUBBARD & REED LLP	CHRISTOPHER GARTMAN	chris.gartman@hugheshubbard.com
Mauldin at Butler, LLC	CUDDY & FEDER LLP	ANDREW SCHRIEVER, BRENDAN GOODHOUSE	bgoodhouse@cuddyfeder.com
Maynardville Pike LP	LIPPES MATHIAS WEXLER FRIEDMAN LLP	JOHN A. MUELLER, ESQ.	jmueller@lippes.com
McDonald's Corporation	ELLIOT GREENLEAF, PC	RAFAEL X. ZAHRALEDDIN-ARAVENA, SHELLEY A. KINSELLA, ERIC M. SUTTY	rxza@elliottgreenleaf.com; sak@elliottgreenleaf.com; ems@elliottgreenleaf.com
McLane Company, Inc.	HUNTON ANDREWS KURTH LLP	GREGORY G. HESSE, MICHAEL S. LEGGE	ghesse@huntonak.com; mlegge@huntonak.com
MCS Hemet Valley Center LLC.	PROCOPIO, CORY, HARGREAVES & SAVITCH LLP	GERALD P. KENNEDY	gerald.kennedy@procopio.com
Microsoft	FOX ROTHSCHILD LLP	PAUL J. LABOV, JOSEPH E. SHICKICH, JR.	plabov@foxrothschild.com; jshickich@foxrothschild.com
Midwest Tool and Cutlery Company	HONINGMAN LLP	LAWRENCE A. LICHTMAN	llichtman@hongman.com
Midwood Management Corp.	FARRELL FRITZ, P.C.	PATRICK COLLINS;VERONIQUE A. URBAN	pcollins@farrellfritz.com; vurban@farrellfritz.com
MOAC Mall Holdings LLC	Patterson Belknap Webb & Tyler LLP/ Larkin Hoffman Daly & Lindgren, Ltd	David W. Dykhouse/ Thomas J. Flynn	dwykhouse@pbwt.com; tflynn@larkinhoffman.com
National Distribution Centers, LLC	COZEN O'CONNOR	MARK E. FELGER, FREDERICK SCHMIDT	mfelger@cozen.com; eschmidt@cozen.com
National Health Information Network, Inc. and PDX Inc.	DELBELLO DONNELLAN WEINGARTEN WISE & WIEDERKEHR, LLP	JULIE CVEK CURLEY	jcvek@ddw-law.com
Niagra Bottling LLC	BEST BEST & KRIEGER LLP	CAROLINE R. DJANG	caroline.djang@bbklaw.com
North Plaza I, LLC, North Plaza II, LLC, North Plaza III, LLC	DLA PIPER LLP (US)	Alana M. Friedberg, Richard M. Kremen, Kristy N. Grace	alana.friedberg@dlapiper.com; richard.kremen@dlapiper.com; kristy.grace@dlapiper.com
Northstar Group Services, Inc.	VEDDER PRICE PC	MICHAEL SCHEIN	mschein@vedderprice.com
Norton Mailman Associates	PICK & ZABICKI LLP	DOUGLAS J. PICK & ERIC C. ZABICKI	dpick@picklaw.net; ezabicki@picklaw.net
NW Properties Landlord	HALPERIN BATTAGLIA BENZIJA, LLP LAW OFFICES OF KEVIN S. NEIMAN, PC	DONNA H. LIEBERMAN, ESQ. KEVIN S. NEIMAN, ESQ.	dlieberman@halperinlaw.net; kevin@ksnpc.com

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## Exhibit B

Counterparties Service List

Served via Email

NAME	NOTICE NAME	CONTACT NAME	EMAIL
Official Committee of Unsecured Creditors of Sears Holdings Corporation, et al.	AKIN GUMP STRAUSS HAUER & FELD LLP	IRA S. DIZENGOFF, PHILIP C. DUBLIN, ABID QURESHI, JOSEPH L. SORKIN, & SARA L. BRAUNER	idizengoff@akingump.com; pdublin@akingump.com; aqureshi@akingump.com; jsorkin@akingump.com; sbrauner@akingump.com
Orcale	DOSHI LEGAL GROUP, P.C.; BUCHALTER	AMISH R. DOSHI; SHAWN M. CHRISTIANSON; DEBORAH MILLER; BENJAMIN WHEELER	amish@doshilegal.com; schristianson@buchalter.com; vbantnerpeo@buchalter.com
Orkin, LLC	ARNALL GOLDEN GREGORY LLP	DARRYL S. LADDIN	darryl.laddin@agg.com
Oster Yorktown Properties, LLC	LASSER HOCHMAN, L.L.C.	RICHARD L. ZUCKER, ESQ.	rzucker@lasserhochman.com
Pension Benefit Guaranty Corporation	PENSION BENEFIT GUARANTY; LOCKE LORD LLP	MICHAEL I. BAIRD; BRIAN A. RAYNOR	baird.michael@pbgc.gov; efile@pbgc.gov; braynor@lockelord.com
PeopleReady, Inc.	MILLER NASH GRAHAM & DUNN LLP	JOHN R. KNAPP, JR	john.knapp@millernash.com
Phillips Edison & Company	Stark & Stark, A Professional Corporation	Joseph H. Lemkin	jlemkin@stark-stark.com
Plaza del Caribe, S.E.	HOLLAND & KNIGHT LLP	BARBRA R. PARLIN; JOSE A. CASAL; JOAQUIN J. ALEMANY	Barbra.Parlin@hklaw.com; jose.casal@hklaw.com; joaquin.alemany@hklaw.com
Plaza Juana Diaz Inc.	EDGARDO MUÑOZ, PSC	EDGARDO MUÑOZ	emunozPSC@gmail.com
Plaza Las Americas, Inc.	HOLLAND & KNIGHT LLP	BARBRA R. PARLIN; JOSE A. CASAL; JOAQUIN J. ALEMANY	Barbra.Parlin@hklaw.com; jose.casal@hklaw.com; joaquin.alemany@hklaw.com
Pratt Corrugated Holdings, Inc.	HINSHAW & CULBERSTON LLP	ALAN F. KAUFMAN	akaufman@hinshawlaw.com
Preit Services, LLC	KURTZMAN STEADY LLC	JEFFREY KURTZMAN	kurtzman@kurtzmansteady.com
Prep Hanover Real Estate LLC	BENESCH, FRIEDLANDER, COPLAN & ARONOFF LLP	MICHAEL J. BARRIE, KEVIN M. CAPUZZI	mbarrie@beneschlaw.com; kcapuzzi@beneschlaw.com
Primark US Corp.	BROWN RUDNICK LLP	ANDREW P. STREHLE, GERARD T. CICERO	astrehle@brownrudnick.com; gcicero@brownrudnick.com
Prologis, LP; KTR LV Loan LLC; and KTR Ohio LLC	Drinker Biddle & Reath LLP	Marita S. Erbeck	marita.erbeck@dbr.com
QKC Maui Owner, LLC	HONINGMAN LLP	LAWRENCE A. LICHTMAN	llichtman@hongman.com
R.R. Donnelley & Sons Company	KELLEY DRYE & WARREN LLP	JAMES S. CARR, MAEGHAN J. MCLOUGHLIN	jcarr@kelleydrye.com; mmcloughlin@kelleydrye.com
Ramco Jackson Crossing Spe, LLC	CLARK HILL, PLC	DAVID M. BLAU	dblau@clarkhill.com
Rare Hospitality Management, LLC	ARENT FOX LLP	ANDREW I. SILFEN; BETH M. BROWNSTEIN	andrew.silfen@arentfox.com; beth.brownstein@arentfox.com
RD Management LLC	THOMPSON & KNIGHT LLP	MICHAEL V. BLUMENTHAL, ANTHONY F. PIRRAGLIA	michael.blumenthal@tklaw.com; anthony.pirraglia@tklaw.com
Rebuilding Together, Inc.	KLESTADT WINTERS JURELLER SOUTHARD & STEVENS, LLP	SEAN C. SOUTHARD, LAUREN C. KISS	ssouthard@klestadt.com; lkiss@klestadt.com
Relator Carl Ireland	HALPERIN BATTAGLIA BENZIJA, LLP	ALAN D. HAPERIN, WALTER BENZIJA, LIGEE GU	ahalperin@halperinlaw.net; wbenzija@halperinlaw.net; lgu@halperinlaw.net

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NAME	NOTICE NAME	CONTACT NAME	EMAIL
Retail Opportunity Investments Corp.	Bayard, PA/ Nelson Mullins Riley & Scarborough LLP	Evan T. Miller/ Shane G. Ramsey	shane.ramsey@nelsonmullins.com; emiller@bayardlaw.com
RetailNext, Inc.	DLA PIPER LLP (US)	ERIC D. GOLDBERG	eric.goldberg@dlapiper.com
Riskconnect, Inc.	DUANE MORISS LLP	LAWRENCE J. KOTLER	LJKotler@duanemorris.com
Royal Appliance Mfg. Co. Inc., d/b/a TTI Floor Care North America, Inc.	HALPERIN BATTAGLIA BENZIJA, LLP/REINHART BOERNER VAN DEUREN SC	ALAN D. HAPERIN, DONNA H. LIEBERMAN/L. KATIE MASON	ahalperin@halperinlaw.net; dlieberman@halperinlaw.net; kmason@reinhardtllaw.com
Royal Consumer Products, LLC	MEISTER SEELIG & FEIN LLP	CHRISTOPHER J. MAJOR	cjm@msf-law.com
Salesforce. Com, Inc.	WHITE & WILLIAMS LLP;BIALSON, BERGEN & SCHWAB	JAMES C. VANDERMARK;THOMAS M. GAA	vandermarkj@whiteandwilliams.com; Tgaa@bbslaw.com
Salmon Run Shopping Center, LLC and S&R Company of West Seneca NewCo LLC	Barclay Damon LLP	Kevin M. Newman	knewman@barclaydamon.com
Santa Rosa Mall, LLC	FERRAIUOLI LLC	SONIA E. COLÓN COLÓN AND GUSTAVO A. CHICO-BARRIS	scolon@ferraiuoli.com; gchico@ferraiuoli.com
SAP Industrtries, Inc.	BROWN & CONNERY, LLP	JULIE F. MONTGOMERY	jmontgomery@brownconnery.com
Saul Subsidiary I Limited Partnership	OFFIT KURMAN, P.A.	ALBENA PETRAKOV, ESQ., STEPHEN A. METZ, ESQ.	smetz@offitkurman.com
Scents of Worth, Inc.	COZEN O'CONNOR	FREDERICK E. SCHMIDT, JR.	eschmidt@cozen.com
Schindler Elevator Corporation	WALSH PIZZI O'REILLY FALANGA LLP	STEPHEN V. FALANGA AND COLLEEN M. MAKER	sfalanga@walsh.law; cmaker@walsh.law
Sears Hometown and Outlet Stores, Inc.	SHEARMAN & STERLING LLP	FREDRIC SOSNICK, SARA COELHO	fsosnick@shearman.com; sara.coelho@shearman.com
Securian	MAYERSON & HARTHEIMER, PLLC; FREDRIKSON & BYRON, P.A.	SANDRA E. MAYERSON, DAVID H. HARTHEIMER;JAMES L. BAILLIE & JAMES C. BRAND	david@mhlaw-ny.com; sandy@mhlaw-ny.com; jbailie@fredlaw.com; jbrand@fredlaw.com
Seritage SRC Finace LLC and Seritage KMT Finance LLC	Fried, Frank, Harris, Shriver & Jacobson LLP	Brad Eric Scheler, Scott B. Luftglass, Peter B. Siroka	brad.eric.scheler@friedfrank.com; scott.luftglass@friedfrank.com; peter.siroka@friedfrank.com
Service. Com	SULLIVAN & WORCESTER LLP	JEFFREY R. GLEIT, ESQ., ALLISON H. WEISS, ESQ., & CLARK A. FREEMAN, ESQ.	jgleit@sandw.com; aweiss@sandw.com; cfreeman@sandw.com
Service.com	SULLIVAN & WORCESTER LLP	JEFFREY R. GLEIT, ESQ., ALLISON H. WEISS, ESQ., & CLARK A. FREEMAN, ESQ.	jgleit@sandw.com; aweiss@sandw.com
Servicenow, Inc.	COOLEY LLP	J. MICHAEL KELLY, ESQ.	kellyjm@cooley.com
Seven Springs Limited Partnership	HUSCH BLACKWELL LLP	CALEB T. HOLZAEPFEL, MARSHALL C. TURNER	Caleb.Holzaepfel@huschblackwell.com; marshall.turner@huschblackwell.com
Shaler Zamagias Limited Partnership	STORCH AMINI PC	JEFFREY CHUBAK	jchubak@storchamini.com
Shidler West finance Partners V L.P.	KLESTADT WINTERS JURELLER SOUTHARD & STEVENS, LLP	TRACY L. KLESTADT	tklestadt@klestadt.com
Shillington Plaza, LLC and Light 125 James West LLC	Barclay Damon LLP	Kevin M. Newman	knewman@barclaydamon.com
Simon Property Group LP	LATHAM & WATKINS LLP	Peter M. GILHULY, TED A. DILLMAN, MARC A. ZELINA	peter.gilhuly@lw.com; ted.dillman@lw.com; marc.zelina@lw.com
SITE Centers Corp et al.	KELLEY DRYE & WARREN LLP	ROBERT L. LEHANE & MAEGHAN J. MCLOUGHLIN	rlehane@kelleydrye.com; mmcloughlin@kelleydrye.com

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NAME	NOTICE NAME	CONTACT NAME	EMAIL
Sitel Operating Corporation	FROST BROWN TODD LLC	RONALD E. GOLD AND EDWARD M. KING	rgold@fbtlaw.com; tking@fbtlaw.com
Southwest Sign Group, Inc. D/B/A Apex Sign Group	KLESTADT WINTERS JURELLER SOUTHARD & STEVENS, LLP	SEAN C. SOUTHARD, LAUREN C. KISS	ssouthard@klestadt.com; lkiss@klestadt.com
Stag IV Cheektowaga, LLC	Goulston & Storrs PC	Douglas B. Rosner, Trevor R. Hoffmann	drosner@goulstonstorrs.com; thoffman@goulstonstorrs.com
Stanley Black & Decker	CRAVATH, SWAINE & MOORE LLP	PAUL H. ZUMBRO, KARIN A. DEMASI, & DAVID J. KAPPOS	pzumbro@cravath.com; kdemasi@cravath.com; dkappos@cravath.com
Starboard Platform Brighton JV LLC	Dentons US LLP	Lauren Macksoud, Arthur H. Ruegger	lauren.macksoud@dentons.com; arthur.ruegger@dentons.com
Steel 1111 LLC	Kasowitz Benson Torres LLP	Matthew B. Stein	mstein@kasowitz.com
Steven Bruce Revocable Trust	Troutman Sanders LLP	Brett D. Goodman, Eunjin Lee LoBeloo	brett.goodman@troutman.com; eunjinlobelo@troutman.com
Stockton Mariposa, LLC	LAW OFFICE OF THOMAS A. FARINELLA	THOMAS A. FARINELLA	tf@lawtaf.com
S-Tract, LLC	Ballard Spahr LLP	Paul E. Harner, Alyssa E. Kutner	harnerp@ballardspahr.com; kutnera@ballardspahr.com
Sunshine Shopping Center Inc.	EDGARDO MUNOZ, PSC	EDGARDO MUNOZ	emunozpsc@gmail.com
SupplyLogix LLC	BUCHALTER, P.C.	JEFFREY GARFINKLE	jgarfinkle@buchalter.com
SVAP Pompano Citi Center II, LP, SVAP Golf Mill Retail II, LP and SVAP II Stones River, LLC	SHRAIBERG, LANDAU & PAGE, P.A.	Bernice C. Lee	blee@slp.law
SWZ, LLC	Stark & Stark, A Professional Corporation	Joseph H. Lemkin	jlemkin@stark-stark.com
Tata America International Corporation.	KELLEY DRYE & WARREN LLP	JAMES S. CARR, MAEGHAN J. MCLOUGHLIN	jcarr@kelleydrye.com; mmcloughlin@kelleydrye.com
Taubman Landlords	TAUBMAN LANDLORDS	ANDREW S. CONWAY	aconway@taubman.com
Taubman Landlords	THE TAUBMAN COMPANY	ANDREW S. CONWAY, ESQ.	aconway@taubman.com
Team Design Lighting & Contruction, LLC	DELBELLO DONNELLAN WEINGARTEN WISE & WIEDERKEHR, LLP	JULIE CVEK CURLEY	jcvek@ddw-law.com
Telesight, LLC d/b/a ERC Market Research	SMITH, GAMBRELL & RUSSELL, LLP	JOHN G. MCCARTHY	jmccarthy@sgrlaw.com
the Core Organization	PEDERSEN & HOUP, P.C.	JOHN S. DELNERO	jdelnero@pedersenhaupt.com
The Davis Companies	NUTTER MCCLENNEN & FISH LLP	JOHN G. LOUGHNANE	jloughnane@nutter.com
The Joe and Frances McCann Family Limited Partnership	RIKER DANZIG SCHERER HYLAND & PERRETTI LLP	CURTIS M. PLAZA, JOSEPH L. SHWARTZ, TARA J. SCHELLHORN	cplaza@riker.com; jschwartz@riker.com; tschellhorn@riker.com
The Kroger Co.	FROST BROWN TODD LLC	RONALD E. GOLD, AJ WEBB	rgold@fbtlaw.com; awebb@fbtlaw.com
The Nielsen Company (US), LLC	MCGUIREWOODS LLP	PATRICK L. HAYDEN, K. ELIZABETH SIEG	phayden@mcguirewoods.com
TmaxSoft, Inc.	KELLER & BENVENUTTI LLP	JANE KIM	jkim@kellerbenvvenuti.com
TOTE, Inc.	PRICE MEESE SHULMAN & D'ARMINIO, P.C.	RICK A. STEINBERG, ESQ.	rsteinberg@pricemeese.com
Tri-County Mall, LLC	CHIESA SHAHINIAN & GANTOMASI PC	FRANK PERETORE	fperetore@csglaw.com; SCliffel@porterwright.com
Trinet Essential Facilities XXVII, Inc.	PORTER WRIGHT MORRIS & ARTHUR LLP	SUSAN K. CLIFFEL	dmiller@lubinolson.com
Tutu Park Ltd.	Lubin Olson & Niewiadomski LLP	Dennis D. Miller	dmiller@lubinolson.com
U.S. Bank National Association	DUDLEY RICH LLP	CAROL ANN RICH, ESQ.	crich@dudleylaw.com
	LAW OFFICES OF CHARLES A. GRUEN	CHARLES A. GRUEN	cgruen@gruenlaw.com

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Counterparties Service List

Served via Email

NAME	NOTICE NAME	CONTACT NAME	EMAIL
U.S. Security Associates, Inc.	MORGAN, LEWIS & BOCKIUS LLP	Rachel Jaffe Mauceri	rachel.mauceri@morganlewis.com
UAW, USW and Workers United	Cohen, Weiss and Simon LLP	Richard M. Seltzer, Melissa S. Woods	rseltzer@cwsny.com; mwoods@cwsny.com
Union Center Realty, LLC	REICH, REICH & REICH, PC	JEFFREY A. REICH	jreich@reichpc.com
United Parcel Service, Inc.	MORRISON & FOERSTER LLP	JENNIFER L. MARINES, ERICA J. RICHARDS	jmarines@mofo.com; erichards@mofo.com
Urban Edge Properties LP	Goodwin Procter LLP	Michael H. Goldstein, Barry Z. Bazian	mgoldstein@goodwinlaw.com; bbazian@goodwinlaw.com
Urschel Development Corporation (Store No. 7042)	BARNES & THORNBURG LLP	MARK R. OWENS	mowens@btlaw.com
Valvoline LLC	LOWENSTEIN SANDLER LLP	BRUCE S. NATHAN, ESQ. & ERIC S. CHAFETZ, ESQ.	bnathan@lowenstein.com; echafetz@lowenstein.com
Van Hook Service Co., Inc.	HARRIS BEACH PLLC	LEE W. WOODARD, WENDY A. KINSELLA	lwoodard@harrisbeach.com; wkinsella@harrisbeach.com
Vehicle Service Group, LLC d/b/a Rotary Lift-Dover Company	CKR LAW LLP/KOLEY JESSEN PC, LLO	EDWARD L. SCHNITZER/BRIAN KOENIG	eschnitzer@ckrlaw.com; brian.koenig@koleyjessen.com
Virginia Surety Company, Inc.	THOMPSON HINE LLP	CURTIS L. TUGGLE & JONATHAN S. HAWKINS	Curtis.Tuggle@ThompsonHine.com; Jonathan.Hawkins@ThompsonHine.com
Vornado Realty LP	FRIED, FRANK, HARRIS, SHRIVER & JACOBSON LLP	BRAD ERIC SCHELER, ESQ. & JENNIFER L. RODBURG, ESQ.	brad.scheler@friedfrank.com; jennifer.rodburg@friedfrank.com
Wal-Go Associates, LLC	LANGLEY & BANACK, INCORPORATED	DAVID S. GRAGG, NATALIE F. WILSON	dgragg@langleybanack.com
Walter Investments, LP	LANGLEY & BANACK, INCORPORATED	DAVID S. GRAGG, NATALIE F. WILSON	dgragg@langleybanack.com
Wangard Partners, Inc.	HUSCH BLACKWELL LLP	Marshall C. Turner, Caleb T. Holzaepfel	marshall.turner@huschblackwell.com; caleb.holzaepfel@huschblackwell.com
Washington Prime Group Inc.	FROST BROWN TODD LLC/COOLEY LLP	RONALD E. GOLD, AJ WEBB, ERIN P. SEVERINI/SETH VAN AALTEN, SARAH CARNES	rgold@fbtlaw.com; awebb@fbtlaw.com; eseverini@fbtlaw.com; svanaalten@cooley.com; scarnes@cooley.com
Washington Prime Group Inc.	FROST BROWN TODD LLC;COOLEY LLP	RONALD E. GOLD,ERIN P. SEVERINI;SETH VAN AALTEN & SARAH CARNES	rgold@fbtlaw.com; awebb@fbtlaw.com; eseverini@fbtlaw.com; svanaalten@cooley.com; scarnes@cooley.com
WashREIT Frederick County Square LLC	PIERCE MCCOY, PLLC	JONATHAN A. GRASSO	jon@piercemccoy.com
Waste Management National Services, Inc.	GOODWIN PROCTER LLP	GREGORY W. FOX, BARRY Z. BAZIAN	gfox@goodwinlaw.com; bbazian@goodwinlaw.com
Weingarten Realty Investors	KELLEY DRYE & WARREN LLP ALLEN MATKINS LECK GAMBLE MALLORY & NATSIS LLP	ROBERT L. LEHANE & MAEGHAN J. MCLOUGHLIN IVAN M. GOLD	rlehane@kelleydrye.com; mmcloughlin@kelleydrye.com; igold@allenmatkins.com
Werner Enterprises, Inc.	CKR LAW LLP; KOLEY JESSEN P.C., L.L.O.	EDWARD L. SCHNITZER;BRIAN KOENIG	eschnitzer@ckrlaw.com; Brian.Koenig@koleyjessen.com
West Orange Plaza	WASSERMAN, JURISTA & STOLZ, P.C.	DONALD W. CLARKE	dclarke@wjslaw.com
Westfall Town Center JV	Sirlin Leser & Benson, PC	Dana S. Plon	dplon@sirlinlaw.com
Westfield LLC	LECLAIRRYAN, PLLC	ILAN MARKUS;NICLAS A. FERLAND	ilan.markus@leclairryan.com; niclas.ferland@leclairryan.com

NAME	NOTICE NAME	CONTACT NAME	EMAIL
Willis Towers Watson PLC, Willis Towers Watson US LLC, Towers Watson Investment Services, Inc. and their Affiliates	BALLARD SPAHR LLP	MATTHEW G. SUMMERS, ESQUIRE, LAUREL D. ROGLEN, ESQUIRE	summersm@ballardspahr.com; roglenl@ballardspahr.com
Wilmington Trust	SEYFARTH SHAW LLP	EDWARD M. FOX	emfox@seyfarth.com
Winiadaewood Electronics America, Inc.	CHOI & PARK, LLC	CHULL S. PARK, ESQ., HYUN SUK CHOI, ESQ	cpark@choiandpark.com; hchoi@choiandpark.com
Wolf Family Series LP D/B/A Series III, Wolf Family Series LP D/B/A Series VII, Ontario Enterprises of the Wolf Family Series LP	WOLF, RIFKIN, SHAPIRO, SCHULMAN & RABKIN, LLP	SIMON ARON	saron@wrslawyers.com
Wolverine World Wide, Inc.	MORRISON & FOERSTER LLP	JENNIFER L. MARINES AND BENJAMIN W. BUTTERFIELD	jmarines@mofo.com; bbutterfield@mofo.com
WSSR, LLC	Chapman and Cutler LLP	Laura E. Appleby, Steven Wilamowsky	appleby@chapman.com; wilamowsky@chapman.com
XPO Last Mile, Inc.	FISHERBROYLES, LLP	DEBORAH L. FLETCHER;PATRICIA B. FUGÉE	deborah.fletcher@fisherbroyles.com; patricia.fugee@fisherbroyles.com
Yoder-17th Street Properties, LLC	Morris James LLP	Stephen M. Miller	smiller@morrisjames.com